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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an extraordinary general meeting (the “**Extraordinary General Meeting**”) of Ourgame International Holdings Limited (the “**Company**”) will be held the Conference Room, 19/F, Tower B Fairmont, No.1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Friday, 5 July 2019 at 10:00 a.m. to consider and, if thought fit, pass, with or without modifications, the following resolutions as ordinary resolutions.

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the agreement dated 19 December 2018 (the “**Merger Agreement**”) entered into among 1) Black Ridge Acquisition Corp., 2) Black Ridge Merger Sub Corp. (“**Merger Sub**”), 3) Allied Esports Entertainment, Inc. (now known as Allied Esports Media, Inc.) (“**Allied Esports**”), 4) Noble Link Global Limited (“**Noble Link**”), 5) the Company and 6) Primo Vital Limited in relation to, among other things,
- (i) a business combination transaction by which Noble Link merges with and into Allied Esports with Allied Esports being the surviving entity of such merger (“**Redomestication Merger**”); and
- (ii) a business combination transaction by which, immediately after the consummation of the Redomestication Merger, Merger Sub merges with and into Allied Esports with Allied Esports being the surviving entity of such merger (“**Transaction Merger**”)

and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and

(b) any one of the directors of the Company (“**Directors**”) be and is hereby authorised to exercise all powers which they consider necessary and do such other acts and things and execute such other documents as they shall think fit to implement the transactions contemplated under the Merger Agreement.”

2. “**THAT**

(a) the proposed spin-off of the entire eSports business and WPT Business (“**Merger Businesses**”) of the Company by way of the Transaction Merger pursuant to the terms and conditions of the Merger Agreement, and thereby effectively resulting in the Merger Businesses becoming separately listed on the Nasdaq (“**Proposed Spin-off**”) and all relevant documents or agreements in connection therewith or contemplated thereunder be and are hereby approved; and

(b) the Directors be and are hereby authorised to implement the Proposed Spin-off and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed Spin-off.”

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

Hong Kong, 16 June 2019

Notes:

1. A shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
2. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting (i.e. before 10:00 a.m. on Wednesday, 3 July 2019) or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. For determining the entitlement to attend and vote at the Extraordinary General Meeting, the register of members of the Company will be closed from Tuesday, 2 July 2019 to Friday, 5 July 2019, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the Extraordinary General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 28 June 2019.

4. If there are joint registered holders of a share in the Company, any one of such joint holders may vote at the Extraordinary General Meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Extraordinary General Meeting in person or by proxy, that one of the joint holders so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
5. All resolutions at the Extraordinary General Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules.

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 Dr. Tyen Kan Hee Anthony as independent non-executive Directors.

** For identification purpose only*