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**ORIENTAL PAYMENT GROUP HOLDINGS LIMITED**

**東方支付集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8613)**

**INSIDE INFORMATION  
COMPLETION OF DISPOSAL OF SHARES BY  
A CONTROLLING SHAREHOLDER**

This announcement is made by Oriental Payment Group Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “**SFO**”).

Reference is made to the announcements (the “**Announcements**”) of the Company respectively dated 14 January 2020 and 23 January 2020 in relation to the possible disposal of shares (the “**Share(s)**”) of the Company by Charm Act Group Limited (美雅集團有限公司) (“**Charm Act**”), a controlling shareholder (as defined in the GEM Listing Rules) of the Company, by way of placing. Unless otherwise specifies, capitalised terms used herein shall have the same meanings as defined in the Announcements.

The Board has been informed that completion (the “**Completion**”) of the Placing took place on 3 February 2020 in accordance with the terms of the Placing Agreement (as modified and supplemented by the Side Letter), where a total of 200,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the revised placing price of HK\$0.07 per Placing Share.

Immediately before the Completion, Charm Act held 525,000,000 Shares, representing 52.5% of the total issued share capital of the Company. Immediately after the Completion and as at the date of this announcement, Charm Act holds 325,000,000 Shares, representing 32.5% of the total issued share capital of the Company, and Charm Act shall remain as the controlling shareholder of the Company.

Following the Completion, given that China Smartpay will, subject to the applicable accounting standards, continue to control over the Company, the Company will remain as a subsidiary of China Smartpay, and its financial results and financial positions will continue to be consolidated in the consolidated financial statements of China Smartpay and its subsidiaries.

By Order of the Board  
**Oriental Payment Group Holdings Limited**  
**Lin Xiaofeng**  
*Executive Director*

Hong Kong, 3 February 2020

*As at the date of this announcement, the Board comprises Mr. Lin Xiaofeng as executive Director, Mr. Xiong Wensen as non-executive Director and Mr. Chung, Wai Chuen Alfred, Ms. Huang Ping and Mr. Ng Ka Po as independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company at [www.ocg.com.hk](http://www.ocg.com.hk).*