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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 1 SEPTEMBER 2022

The Board is pleased to announce that the EGM was held on 1 September 2022 and the proposed resolution set out in the Notice was duly passed by the Shareholders by way of poll at the EGM.

Reference is made to the circular (the “**Circular**”), together with the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of Oriental Payment Group Holdings Limited (the “**Company**”) both dated 11 August 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the EGM was successfully convened on 1 September 2022 at Room 2, 14/F, Fairmont House, 8 Cotton Tree Drive, Central, Hong Kong. At the EGM, the proposed resolution as set out in the Notice (the “**Proposed Resolution**”) was duly passed by the Shareholders by way of poll.

As at the date of the EGM, the Company had 1,200,000,000 Shares in issue, which was the total number of Shares entitling the Shareholders to attend and vote on the Proposed Resolution at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required to abstain from voting on the Proposed Resolution at the EGM under the GEM Listing Rules. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on the Proposed Resolution at the EGM.

The Company had appointed Union Registrars Limited, the branch share registrar of the Company in Hong Kong, as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the Proposed Resolution at the EGM are set out below:

ORDINARY RESOLUTION	Number of Shares voted (Approximate percentage of total number of votes casted)	
	For	Against
<p>“THAT:</p> <ul style="list-style-type: none"> (a) To approve, confirm and/or ratify (as the case may be) the addendum (the “Addendum”) dated 24 June 2022 executed by the Company to amend and/or alter the terms and conditions of the convertible bonds (the “Convertible Bonds”) issued by the Company on 26 June 2020 in an aggregate principal amount of HK\$11,850,000 to give effect to the extension of the maturity date of the Convertible Bonds for a period of six months (the “Proposed Amendments”) and the transactions contemplated thereunder, and all other matters thereof and incidental thereto and in connection therewith; (b) subject to The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) having approved the Proposed Amendments and conditional upon GEM Listing Committee of the Stock Exchange granting the approval for the listing of, and permission to deal in, the ordinary share(s) of HK\$0.01 each in the share capital of the Company which shall fall to be allotted and issued by the Company upon exercise of the conversion rights attached to the Convertible Bonds as amended and supplemented by the Addendum (the “Conversion Shares”), to grant a specific mandate (the “Specific Mandate”) to the directors (“Director(s)”) of the Company to allot and issue the Conversion Shares; and (c) to authorise any one Director to do all such acts or things and execute and deliver all such documents, instruments and agreements which he or she considers necessary, desirable or expedient to give effect to the Addendum and the transactions contemplated thereunder (including but not limited to the Proposed Amendments and the grant of the Specific Mandate) and the allotment and issue of the Conversion Shares under the Specific Mandate.” 	350,054,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the Proposed Resolution, the Proposed Resolution was duly passed as ordinary resolution of the Company at the EGM.

Dr. Ng Kit Chong and Mr. Tsang Chi Kit attended the EGM in person, while Mr. Lin Xiaofeng, Mr. Shiu Shu Ming, Mr. Xiong Wensen, Mr. Chung, Wai Chuen Alfred, Ms. Huang Ping and Mr. Ng Ka Po attended the EGM by way of electronic means.

By Order of the Board
Oriental Payment Group Holdings Limited
Dr. Ng Kit Chong
Chairman

Hong Kong, 1 September 2022

As at the date of this announcement, the Board comprises Dr. Ng Kit Chong, Mr. Lin Xiaofeng and Mr. Tsang Chi Kit as executive Directors, Mr. Xiong Wensen and Mr. Shiu Shu Ming as non-executive Directors 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 for at least 7 days from the date of its publication and on the website of the Company at www.ocg.com.hk.