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ORIENTAL PAYMENT GROUP
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 30 MAY 2025**

The Board is pleased to announce that the EGM was held on 30 May 2025 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 12 May 2025. 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

At the EGM held on 30 May 2025, the proposed resolution as set out in the Notice (the “**Proposed Resolution**”) was duly passed by the Shareholders by way of poll. The Board is pleased to announce the poll results in respect of the Proposed Resolution as follows:

ORDINARY RESOLUTION	Number of Shares voted (Approximate percentage of total number of votes cast)	
	FOR	AGAINST
<p>“THAT:</p> <p>(a) the subscription agreement dated 13 March 2025 entered into between the Company and Nodia Properties (TH) Limited (a copy of which has been produced to the meeting and marked “A” and initialed by the chairman of the EGM for identification purpose) in relation to the issue of the convertible bonds in the principal amount of HK\$6,046,870 and the transactions contemplated thereunder (including but not limited to the issue of such convertible bonds and the allotment and issue of the relevant conversion shares upon exercise of conversion rights attaching to such convertible bonds) be and are hereby approved, confirmed and ratified;</p> <p>(b) the subscription agreement dated 13 March 2025 entered into between the Company and Ventec Invest Aps (a copy of which has been produced to the meeting and marked “B” and initialed by the chairman of the EGM for identification purpose) in relation to the issue of the convertible bonds in the principal amount of HK\$1,573,763 and the transactions contemplated thereunder (including but not limited to the issue of such convertible bonds and the allotment and issue of the relevant conversion shares upon exercise of conversion rights attaching to such convertible bonds) be and are hereby approved, confirmed and ratified;</p>	<p>826,546,667 (100%)</p>	<p>0 (0%)</p>

ORDINARY RESOLUTION	Number of Shares voted (Approximate percentage of total number of votes cast)	
	FOR	AGAINST
<p>(c) the subscription agreement dated 13 March 2025 entered into between the Company and Mr. Paul Stefano Spina (a copy of which has been produced to the meeting and marked “C” and initialed by the chairman of the EGM for identification purpose) in relation to the issue of the convertible bonds in the principal amount of HK\$196,720 and the transactions contemplated thereunder (including but not limited to the issue of such convertible bonds and the allotment and issue of the relevant conversion shares upon exercise of conversion rights attaching to such convertible bonds) be and are hereby approved, confirmed and ratified;</p> <p>(d) conditional upon The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) having approved the listing of and dealing in the relevant conversion shares, the directors of the Company (the “Director(s)”) be and are hereby granted the specific mandate (the “Specific Mandate”) to allot and issue such conversion shares in accordance with the terms of such subscription agreements as outlined in the ordinary resolution (a) to (c) in this notice and that the Specific Mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which has/have been granted or may from time to time be granted to the Directors prior to the passing of this resolution; and</p> <p>(e) any one of the Directors be and is hereby authorised 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 subscription agreements and the transactions contemplated thereunder (including but not limited to the grant of the Specific Mandate for the allotment and issue of the conversion shares as outlined in the ordinary resolution (a) to (c) in this notice), and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of the Directors, in the interests of the Company.”</p>		

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.

As at the date of the EGM, the Company had 1,927,716,667 Shares in issue, which was the total number of Shares entitling the holders to attend and vote on the Proposed Resolution at the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any 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 any of 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.

Mr. Tsang Chi Kit attended the EGM in person. Mr. Shiu Shu Ming, Mr. Tong Tsz Kwan and Ms. Tam Yuen Lam Angela attended the EGM by way of electronic means. Ir Dr. Ng Yu Ki was unable to attend the EGM due to other business engagement.

By order of the Board
Oriental Payment Group Holdings Limited
Tsang Chi Kit
Executive Director

Hong Kong, 30 May 2025

As at the date of this announcement, the Board comprises Mr. Tsang Chi Kit as executive Director, Mr. Shiu Shu Ming as non-executive Director and Ir Dr. Ng Yu Ki, Mr. Tong Tsz Kwan and Ms. Tam Yuen Lam Angela 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 website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.ocg.com.hk.