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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 13 MARCH 2023**

The Board is pleased to announce that the EGM was held on 13 March 2023 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 23 February 2023. 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 13 March 2023 at Room 302, 3/F., Pico Tower, 66 Gloucester Road, Wanchai, 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 1,382,900,000 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 RESOLUTIONS	Number of Shares voted (Approximate percentage of total number of votes casted)	
	For	Against
<p>“THAT:</p> <p>(a) the Agreement which shall be satisfied by the allotment and issue of 476,666,667 consideration shares by the Company to the Vendor upon and subject to the terms and conditions as set out therein (a copy of which has been produced to the EGM marked “A” and initialed by the chairman of the EGM for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and/or ratified (as the case may be);</p> <p>(b) subject to the Stock Exchange having approved the Acquisition 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 and subject to the terms and conditions of the Agreement, the Directors be and are hereby granted a Specific Mandate to allot and issue the Consideration Shares, with such Specific Mandate being in addition to and not prejudicing or revoking any general or specific mandate(s) which has/have been granted or may from time to time be granted to the Directors by the shareholders of the Company prior to the passing of this resolution; and</p> <p>(c) any one Director (if execution under the common seal of the Company is required, any two Directors) be and is (are) hereby authorised for and on behalf of the Company to sign and execute, and when required, to affix the common seal of the Company, to deliver any documents, instruments or agreements and to do all such acts and things and to take all such steps which, in the opinion of such Director, may be necessary, desirable or expedient to implement and/or give effect to the Agreement and the transactions contemplated thereunder and to agree to such variations, amendments, additions or waivers of matters relating thereto as such Director deems appropriate.”</p>	<p>744,746,100 (99.9936%)</p>	<p>48,000 (0.0064%)</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.

Mr. Tsang Chi Kit, Mr. Yu Chun Fai, Mr. Shiu Shu Ming, Mr. Chung, Wai Chuen Alfred, Mr. Ng Ka Po and Ir Dr. Ng Yu Ki attended the EGM in person or by way of electronic means.

By Order of the Board
Oriental Payment Group Holdings Limited
Mr. Tsang Chi Kit
Executive Director

Hong Kong, 13 March 2023

As at the date of this announcement, the Board comprises Mr. Tsang Chi Kit and Mr. Yu Chun Fai as executive Directors, Mr. Shiu Shu Ming as non-executive Director and Mr. Chung, Wai Chuen Alfred, Mr. Ng Ka Po and Ir Dr. Ng Yu Ki 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.