Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated 18 June 2014 (the "Prospectus") issued by Ourgame International Holdings Limited (the "Company") for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer of securities for sale in the United States. Securities may not be offered, sold or delivered in the United States except pursuant to Rule 144A or an exemption from registration requirements under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"). The Hong Kong Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



### 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)

#### **Global Offering**

Number of Offer Shares under the Global Offering	:	196,000,000 Shares (subject to reallocation and the Over-allotment Option)
Number of Hong Kong Offer Shares	:	19,600,000 Shares (subject to reallocation)
Number of International	:	176,400,000 Shares
Placing Shares		(subject to reallocation and
		the Over-allotment Option)
Maximum Offer Price		HK\$4.80 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund)
Nominal Value	:	US\$0.00005 per Share
Stock Code	:	06899

**Sole Sponsor** 

# **Jefferies**

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers

**Jefferies** 



<sup>\*</sup> For identification purpose only

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option), the Offer Shares to be issued upon the exercise of share options granted under the Management Pre-IPO Share Option Scheme.

The Global Offering comprises the Hong Kong Public Offering of initially 19,600,000 Shares (subject to reallocation) and the International Placing of initially 176,400,000 Shares (subject to reallocation and the Over-allotment Option) representing approximately 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. Please refer to the section headed "Structure of the Global Offering" in the Prospectus for more details.

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Monday, June 30 2014, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Monday, June 30. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the websites of the Stock Exchange at <u>www.hkexnews.hk</u> and the Company at <u>www.ourgame.com</u>.

The Offer Price will not be more than HK\$4.80 per Offer Shares and is expected to be not less than HK\$3.70 per Offer Shares. Applicants under the Hong Kong Public Offering are required to pay, on application, the maximum price of HK\$4.80 per Offer Share plus the brokerage fee, SFC transaction levy and the Stock Exchange trading fee payable on each Offer Share, equal to a total of HK\$4,848.38 for one board lot of 1,000 Shares.

# Applications for Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the Application Forms.

Applicants who would like to be allotted Hong Kong Offer Shares registered in their own names should (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at <u>www.eipo.com.hk</u> under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their designated CCASS Participants' stock accounts or their CCASS Investor Participant stock accounts should (i) complete and sign the **YELLOW** Application Forms; or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours in the same period from 9:00 a.m. on Wednesday, 18 June 2014 until 12:00 noon on Monday, 23 June 2014 from:

1. any of the following addresses of the Hong Kong Underwriters:

Jefferies Hong Kong Limited	22/F, Cheung Kong Center
	2 Queen's Road Central
	Central
	Hong Kong
China International Capital Corporation	29th Floor, One International Finance Centre
Hong Kong Securities Limited	1 Harbour View Street
	Central
	Hong Kong

or

2. any of the branches of the following receiving bank:

#### Wing Lung Bank Limited

	Branch	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	Kennedy Town Branch	28 Catchick Street
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road
New Territories	Shatin Plaza Branch	21 Shatin Centre Street
	Tsuen Wan Branch	251 Sha Tsui Road
	Yuen Long Branch	37 On Ning Road

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, 18 June 2014 till 12:00 noon on Monday, 23 June 2014 from the Depository Counter of HKSCC at 2/F, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and Prospectus available.

Both WHITE and YELLOW Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders payable to Wing Lung Bank (Nominees) Limited — Ourgame International Public Offer should be securely stapled, should be deposited in the special collection boxes provided at any of the branches referred to above on the following dates during the following times:

Wednesday, 18 June 2014 –	– 9:00 a.m. to 5:00 p.m.
Thursday, 19 June 2014 –	– 9:00 a.m. to 5:00 p.m.
Friday, 20 June 2014 –	– 9:00 a.m. to 5:00 p.m.
Saturday, 21 June 2014 –	- 9:00 a.m. to 1:00 p.m.
Monday, 23 June 2014 –	- 9:00 a.m. to 12:00 noon

Applicants may submit your application through the designated website at <u>www.eipo.com.hk</u>. from 9:00 a.m. on Wednesday, 18 June 2014 until 11:30 a.m. Monday, 23 June 2014 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input electronic application instructions from 9:00 a.m. on Wednesday, 18 June 2014 until 12:00 noon on Monday, 23 June 2014 (or such later date as may apply in case of certain bad weather conditions as described in "How to Apply for Hong Kong Offer Shares — Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus).

Please refer to the "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" sections in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the Offer Price, an indication of the level of interest in the International Placing, indication of the level of interest in the Hong Kong Offer and the basis of allocation of the Hong Kong Offer Shares (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on our website (**www.ourgame.com**) and (iv) on the website of the Stock Exchange (**www.hkexnews.hk**) on Friday, 27 June 2014.

Results of allocations of the Hong Kong Public Offering and the Hong Kong identity card/passport/ Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be made available in a manner described in the section entitled "How to Apply for Hong Kong Offer Shares — Publication of Results" in the Prospectus on Friday, 27 June 2014.

The Company will not issue temporary documents of title or receipt for application fees received. Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section entitled "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination" has lapsed, which is expected to be at 8:00 a.m. on Monday, 30 June 2014.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 30 June 2014. The Shares will be traded in board lots of 1,000 Shares each under the Company's stock code 06899.

By order of the Board of Directors Ourgame International Holdings Limited YANG Eric Qing Chairman and Executive Director

Hong Kong, 18 June 2014

As at the date of this announcement, the Executive Directors are Mr. YANG Eric Qing, Mr. NG Kwok Leung Frank, Mr. LIU Jiang and Mr. ZHANG Rongming; the Non-Executive Director is Mr. FAN Tai and Mr. CHEN Xian; the Independent Non-Executive Directors are Mr. GE Xuan, Mr. LU Zhong, Mr. CHEUNG Chung Yan David.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).