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Forgame Holdings Limited

雲遊控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00484)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON FRIDAY, 25 MAY 2018
AND
RETIREMENT AND APPOINTMENT OF DIRECTOR
AND
CHANGE OF BOARD COMMITTEES MEMBERS**

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Forgame Holdings Limited (the “**Company**”) dated 19 April 2018. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce the poll results of the annual general meeting of the Company held at Monaco Room, Basement 1, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Friday, 25 May 2018 (the “**AGM**”) and all of the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions by way of poll at the AGM. For details of the resolutions considered at the AGM, the Shareholders should refer to the AGM Notice and the Circular. The poll results are as follows:

ORDINARY RESOLUTIONS			Number of Votes (Approximate %)	
			For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2017.		46,067,203 (99.9998%)	100 (0.0002%)
2.	(A)	(i) To elect Mr. WAN Joseph Jason as independent non-executive director of the Company.	46,067,303 (100%)	0 (0%)
		(ii) To re-elect Mr. ZHANG Yang as executive director of the Company.	46,020,803 (99.8991%)	46,500 (0.1009%)
		(iii) To re-elect Ms. LIANG Na as executive director of the Company.	46,020,903 (99.8993%)	46,400 (0.1007%)
	(B)	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	46,067,303 (100%)	0 (0%)
3.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and authorise the board of directors of the Company to fix their remuneration.		46,059,103 (99.9822%)	8,200 (0.0178%)
4.	(A)	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with additional shares of the Company.	45,509,903 (98.7900%)	557,400 (1.2100%)
	(B)	To grant a general mandate to the directors of the Company to buy back shares of the Company.	46,067,303 (100%)	0 (0%)
	(C)	To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 4(A) to issue shares by adding the number of shares bought back under ordinary resolution no. 4(B).	45,509,803 (98.7898%)	557,500 (1.2102%)
	(D)	To grant to the directors of the Company the RSU Mandate (as defined in the circular of the Company dated 19 April 2018) to allot, issue and otherwise deal with additional shares of the Company.	45,509,503 (98.7898%)	557,500 (1.2102%)

As a majority of the votes were casted in favour of each of the resolutions above, all the resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued Shares was 138,249,037 Shares, which represented the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM. Any abstained vote or waiver to vote was disregarded as voting rights for the purpose of calculating the result of each resolution. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required to abstain from voting at the AGM under the Listing Rules and none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the poll taken at the AGM for the purpose of vote-taking.

RETIREMENT OF DIRECTOR AND CHANGE OF BOARD COMMITTEES MEMBERS

The Board also announces that Ms. POON Philana Wai Yin (“**Ms. Poon**”) did not offer herself for re-election at the AGM and retired as an independent non-executive Director after the conclusion of the AGM to devote more time to focus on her other work commitments. Following her retirement with effect from the conclusion of the AGM, Ms. Poon also ceased to act as a member of the audit and compliance committee of the Company and a member of the nomination committee of the Company.

Ms. Poon has confirmed that she has no disagreement with the Board and there are no matters with respect to her retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere appreciation to Ms. Poon for her valuable effort and contribution to the Company during her tenure of services with the Company.

APPOINTMENT OF DIRECTOR AND CHANGE OF BOARD COMMITTEES MEMBERS

Following the retirement of Ms. Poon, the Board further announces that with effect from the conclusion of the AGM, Mr. WAN Joseph Jason (“**Mr. Wan**”) was elected as an independent non-executive Director and was appointed as a member of the audit and compliance committee of the Company and a member of the nomination committee of the Company.

Set out below are the biography of Mr. Wan and other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules:

Mr. Wan, aged 45, holds a bachelor degree in economics from the University of Southern California. Mr. Wan has over 20 years of experience in investment banking, corporate finance and regulatory areas and has worked with various reputable international financial institutions and the Listing Division of the Hong Kong Exchanges and Clearing Limited. Mr. Wan is currently the deputy general manager and the head of Investment Banking Department of Dongxing Securities (Hong Kong) Financial Holdings Limited, an affiliated member of China Orient Asset Management Corporation and is a responsible officer licensed under the SFO to carry on Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities. Save as disclosed above, Mr. Wan has not held any directorship in any

other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, nor does he hold any other position with the Company and other members of the Group or possess any other major appointments or professional qualifications.

Mr. Wan has entered into an appointment letter with the Company for a fixed term of two years commencing from 25 May 2018 unless terminated by not less than 30 days' notice in writing served by either party to the other, and his appointment is renewable by mutual agreement between Mr. Wan and the Company. Mr. Wan is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the said appointment letter, Mr. Wan is entitled to a director's fee at a rate of US\$40,000 per annum, which was determined with reference to his duties and responsibilities, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, Mr. Wan does not have any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. Wan does not have any relationship with any other directors, senior management or substantial or controlling shareholder(s) of the Company. Furthermore, there is no other information required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there is no other matter that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to extend its warm welcome to Mr. Wan on his new appointment as a member of the Board, the audit and compliance committee of the Company and the nomination committee of the Company.

By order of the Board
Forgame Holdings Limited
WANG Dongfeng
Chairman

Hong Kong, 25 May 2018

Following the conclusion of the AGM, the executive Directors are Mr. WANG Dongfeng, Ms. LIANG Na and Mr. ZHANG Yang; the non-executive Director is Mr. ZHANG Qiang; the independent non-executive Directors are Mr. HOW Sze Ming, Mr. ZHAO Cong Richard and Mr. WAN Joseph Jason.