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ORIENT VICTORY TRAVEL GROUP COMPANY LIMITED

東勝旅遊集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING HELD ON 31 JANUARY 2020

Reference is made to the circular (the “**Circular**”) of Orient Victory Travel Group Company Limited (the “**Company**”) and the notice of EGM (the “**Notice of EGM**”) both dated 10 January 2020 in relation to the Continuing Connected Transactions under the Event Planning Framework Agreement. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the proposed ordinary resolutions as set out in the Notice of EGM were duly passed by the Independent Shareholders by way of poll at the EGM held on 31 January 2020.

The poll results in respect of the ordinary resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Number of Shares actually voted (Approximate % of total number of Shares actually voted)	
		For	Against
1.	To approve, confirm and ratify the event planning framework agreement dated 28 November 2019 (the “ Event Planning Framework Agreement ”) entered into between the Company and Orient Victory Property Development Group Co., Ltd.* (東勝房地產開發集團有限公司) (“ OVPD ”), pursuant to which, OVPD agrees to appoint the Company or its subsidiaries as its exclusive agent who shall provide event planning and all-round event production services to OVPD or its subsidiaries in connection with real estate development in the People’s Republic of China from the date of the Event Planning Framework Agreement to 30 September 2022 and the transactions contemplated thereunder.	945,485,704 (100.0000%)	0 (0.0000%)

Ordinary Resolutions		Number of Shares actually voted (Approximate % of total number of Shares actually voted)	
		For	Against
2.	To approve the proposed annual caps of RMB9.48 million (equivalent to approximately HK\$10.56 million), RMB35.82 million (equivalent to approximately HK\$39.89 million), RMB26.05 (equivalent to approximately HK\$29.01 million) and RMB17.11 million (equivalent to approximately HK\$19.06 million) for the period from 28 November 2019 to 31 December 2019, the two years ending 31 December 2020 and 2021 and the period from 1 January 2022 to 30 September 2022, respectively, in respect of the transactions contemplated under the Event Planning Framework Agreement.	945,485,704 (100.0000%)	0 (0.0000%)
3.	To authorise any one director of the Company to do all such acts and things and sign all such documents (under seal, if necessary) and to take all such steps as he/she consider, necessary or expedient or desirable in connection with or to give effect to the Event Planning Framework Agreement and to implement the transactions contemplated thereunder and to agree to such variation, amendment or waiver as are, in the opinion of the directors of the Company, in the interests of the Company.	945,485,704 (100.0000%)	0 (0.0000%)

Note: The full texts of the above resolutions were set out in the Notice of EGM.

As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were passed as ordinary resolutions of the Company.

As at the date of the EGM, the total number of Shares in issue was 12,922,075,516 Shares. As stated in the Circular, Mr. Shi, OVRE and their respective associates, holding an aggregate of 7,925,532,025 Shares, were required to abstain, and have abstained, from voting on the above resolutions at the EGM. Accordingly, as at the date of the EGM, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions proposed at the EGM was 4,996,543,491 Shares.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting. No Shareholder had stated his intention in the Circular to vote against the ordinary resolutions proposed at the EGM.

Union Registrars Limited, the Company's share registrar and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the EGM.

By Order of the Board
Orient Victory Travel Group Company Limited
Ip Pui Sum
Company Secretary

Hong Kong, 31 January 2020

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Shi Baodong, Mr. Zhao Huining and Mr. Mo Yueming, one non-executive Director, being Ms. Song Sining, and three independent non-executive Directors, being Mr. Dong Xiaojie, Mr. He Qi and Mr. Sui Feng-jih.

For illustrative purpose of this notice and unless otherwise specified, conversion of RMB into HK\$ is based on the exchange rate of RMB1.00 = HK\$1.1137.

* *For identification purpose only*