

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



On Real International Holdings Limited

安悅國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8245)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 4 FEBRUARY 2020; (2) SHARE CONSOLIDATION; and (3) INCREASE IN AUTHROISED SHARE CAPITAL

The Board is pleased to announce that all the resolutions set out in the Notice were duly passed by the Shareholders by way of poll at the EGM held on 4 February 2020.

As all the conditions of the Share Consolidation have been fulfilled, the Share Consolidation will take effect on 6 February 2020. Dealings in the Consolidated Shares will commence at 9:00 a.m. (Hong Kong time) on 6 February 2020.

Upon the Share Consolidation becoming effective, the Authorised Share Capital Increase will also take effect on 6 February 2020.

Reference is made to the circular incorporating the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of On Real International Holdings Limited (the “**Company**”) dated 15 January 2020 in relation to the proposed share consolidation, proposed change in board lot size and proposed increase in authorized share capital (the “**Circular**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolutions proposed at the EGM, the full text of which was set out in the Notice (the “**Resolutions**”), were duly passed by the Shareholders by way of poll at the EGM. The Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)		Total number of votes
		For	Against	
1.	To approve the Share Consolidation of every ten (10) issued and unissued ordinary shares of HK\$0.00125 each in the share capital of the Company into one (1) share of HK\$0.0125 each in the share capital of the Company.	2,120,215,100 Shares (100%)	0 Share (0%)	2,120,215,100 Shares
2.	To approve the Authorised Share Capital Increase of the Company from HK\$7,800,000 to HK\$39,000,000.	2,120,215,100 Shares (100%)	0 Share (0%)	2,120,215,100 Shares

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

As at the date of EGM, the total number of issued shares of the Company was 3,990,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the EGM. There were no Shares entitling the Shareholders to attend and required to abstain from voting in favour of the Resolutions at the EGM as set out in Rule 17.47 of the GEM Listing Rules and there were no Shares requiring the Shareholders to abstain from voting at the EGM under the GEM Listing Rules. No parties were indicated in the Circular that they intended to vote against or to abstain from voting on the Resolutions at the EGM.

SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

As all the conditions of the Share Consolidation have been fulfilled, the Share Consolidation will take effect on 6 February 2020. Dealings in the Consolidated Shares will commence at 9:00 a.m. (Hong Kong time) on 6 February 2020. Please refer to the Circular for details on the trading arrangement, the Change in Board Lot Size and the exchange and replacement of share certificates and matching services for odd lots in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, new share certificates of the Consolidated Shares in the color of light blue will be issued to the Shareholders.

AUTHORISED SHARE CAPITAL INCREASE

Upon the Share Consolidation becoming effective, the Authorised Share Capital Increase will also take effect on 6 February 2020.

By order of the Board
On Real International Holdings Limited
Chan Lung Ming
Chairman and executive Director

Hong Kong, 4 February 2020

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yeung Shing Wai, Ms. Sin Pui Ying and Mr. Chan Lung Ming; two non-executive Director, namely Mr. Chan Chung Yin Victor and Mr. Tao Hong Ming; and three independent non-executive Directors, namely Mr. Wong Ching Wan, Mr. Chan Shiu Man and Mr. Cheng Chai Fu.

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 Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and be posted on the website of the Company at www.on-real.com.