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## **MERDEKA FINANCIAL GROUP LIMITED**

**領智金融集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8163)**

### **DELAY IN DESPATCH OF CIRCULAR IN RELATION TO (1) PROPOSED SHARE CONSOLIDATION; AND (2) PROPOSED RIGHTS ISSUE ON THE BASIS OF FIVE (5) RIGHTS SHARES FOR EVERY TWO (2) CONSOLIDATED SHARE HELD ON THE RECORD DATE**

Reference is made to the announcement of Merdeka Financial Group Limited (the “**Company**”) dated 12 April 2021 in relation to, among other things, (i) the proposed Share Consolidation; and (ii) the proposed Rights Issue (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings given to them in the Announcement.

#### **DELAY IN DESPATCH OF THE CIRCULAR**

As disclosed in the Announcement, a circular containing, among other things, (i) further details of the Share Consolidation and the Rights Issue; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Rights Issue; and (iv) a notice convening the EGM (the “**Circular**”), is expected to be despatched to the Shareholders on or before Monday, 3 May 2021.

As more time is required for preparing and finalising the Circular, including but not limited to, the financial information of the Group and the letter from the Independent Financial Adviser. It is expected that the despatch date of the Circular will be postponed to a date on or before Tuesday, 25 May 2021 and the closure of register of members of the Company will be changed accordingly.

## **EXPECTED TIMETABLE OF THE SHARE CONSOLIDATION AND THE RIGHTS ISSUE**

In view of the delay in despatch of the Circular, the expected timetable for the Share Consolidation and the Rights Issue is to be revised as below:

<b>Event</b>	<b>Date</b> <i>(Hong Kong time)</i>
Expected despatch date of the Circular, proxy form and notice of the EGM. . . . .	Tuesday, 25 May 2021
Latest time for lodging transfers of Shares in order to qualify for attendance and voting at the EGM . . . . .	4:30 p.m. on Monday, 7 June 2021
Closure of the register of members (both dates inclusive) . . . . .	From Tuesday, 8 June 2021 to Tuesday 15 June 2021
Latest time for lodging proxy forms for the EGM (not less than 48 hours prior to the time of the EGM). . . . .	11:00 a.m. on Sunday, 13 June 2021
Record date for determining attendance and voting at the EGM . . . . .	Tuesday, 15 June 2021
<b>Expected date and time of the EGM . . . . .</b>	<b>11:00 a.m. on Tuesday, 15 June 2021</b>
Announcement of the poll results of the EGM. . . . .	Tuesday, 15 June 2021
Register of members re-open . . . . .	Wednesday, 16 June 2021
Effective date of the Share Consolidation . . . . .	Thursday, 17 June 2021
Commencement of dealings in the Consolidated Shares. . . . .	9:00 a.m. on Thursday, 17 June 2021

<b>Event</b>	<b>Date</b> <i>(Hong Kong time)</i>
Original counter for trading in Existing Shares in board lots of 20,000 Existing Shares (in the form of existing share certificates) temporarily closes . . . . .	9:00 a.m. on Thursday, 17 June 2021
Temporary counter for trading in the Consolidated Shares in board lots of 2,000 Consolidated Shares (in the form of existing share certificates) opens . . . . .	9:00 a.m. on Thursday, 17 June 2021
First day of free exchange of existing share certificates for new share certificates for the Consolidated Shares . . . . .	Thursday, 17 June 2021
Last day of dealings in the Consolidated Shares on a cum-rights basis relating to the Rights Issue . . . . .	Thursday, 17 June 2021
First day of dealings in the Consolidated Shares on an ex-rights basis relating to the Rights Issue . . . . .	Friday, 18 June 2021
Latest time for the Shareholders to lodge transfer documents of the Consolidated Shares in order to be qualified for the Rights Issue . . . . .	4:30 p.m. on Monday, 21 June 2021
Closure of register of members to determine the eligibility of the Rights Issue (both dates inclusive) . . . . .	From Tuesday, 22 June 2021 to Monday, 28 June 2021
Record date for the Rights Issue . . . . .	Monday, 28 June 2021
Register of members of the Company re-opens . . . . .	Tuesday, 29 June 2021
Despatch of the Prospectus Documents (including the PAL, EAF and Prospectus) (in case of the Non-Qualifying Shareholders, the Prospectus only) . . . . .	Tuesday, 29 June 2021
Original counter for trading in the Consolidated Shares in board lots of 20,000 Consolidated Shares (in the form of new share certificates) reopens . . . . .	9:00 a.m. on Friday, 2 July 2021

<b>Event</b>	<b>Date</b> <i>(Hong Kong time)</i>
Parallel trading in the Consolidated Shares (in the form of both existing share certificates and new share certificates in board lots of) commences . . . . .	9:00 a.m. on Friday, 2 July 2021
Designated broker starts to stand in the market to provide matching services for odd lots of the Consolidated Shares and fully-paid Rights Shares . . . . .	Friday, 2 July 2021
First day of dealings in nil-paid Rights Share . . . . .	Friday, 2 July 2021
Latest time for splitting of the PAL . . . . .	4:30 p.m. on Tuesday, 6 July 2021
Last day and time of dealings in nil-paid Rights Shares . . . . .	4:00 p.m. on Friday, 9 July 2021
<b>Latest time for acceptance of and payment for the Rights Shares and application and payment for excess Rights Shares . . . . .</b>	<b>4:00 p.m. on Wednesday, 14 July 2021</b>
Latest time for the termination of the Underwriting Agreement and for the Rights Issue to become unconditional . . . . .	4:00 p.m. on Thursday, 15 July 2021
Announcement of allotment results of the Rights Issue . . . . .	Wednesday, 21 July 2021
Despatch of share certificates for fully-paid Rights Shares and refund cheques (if any) for wholly and partially unsuccessful excess applications to be posted . . . . .	Thursday, 22 July 2021
Temporary counter for trading in board lots of 2,000 Consolidated Shares (in the form of existing share certificates) closes . . . . .	4:10 p.m. on Thursday, 22 July 2021
Parallel trading in the Consolidated Shares (in the form of new and existing share certificates) ends. . . . .	4:10 p.m. on Thursday, 22 July 2021
Commencement of dealings in fully-paid Rights Shares . . . . .	9:00 a.m. on Friday, 23 July 2021

**Event** **Date**  
(Hong Kong time)

Latest time for free exchange of existing share certificates for new share certificates . . . . . Monday, 26 July 2021

Designated broker ceases to stand in the market to provide matching services for odd lots of the Consolidated Share and fully-paid Rights Shares . . . . . 4:00 p.m. on Thursday, 12 August 2021

All times and dates stated above refer to Hong Kong local times and dates. The expected timetable for the Share Consolidation and the Rights Issue set out above and all dates and deadlines specified in this announcement are indicative only and may be varied. Any changes to the expected timetable will be announced in a separate announcement by the Company as and when appropriate.

By order of the Board  
**MERDEKA FINANCIAL GROUP LIMITED**  
**Wong Hin Shek**  
*Chairman and Chief Executive Officer*

Hong Kong, 3 May 2021

*As at the date of this announcement, the executive Directors are Mr. Wong Hin Shek (Chairman and Chief Executive Officer), Mr. Cheung Wai Yin, Wilson and Ms. Tsang Kwai Ping, the independent non-executive Directors are Ms. Ng Ka Sim, Casina, Mr. Wong Wing Kit and Ms. Yeung Mo Sheung, Ann.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange 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 GEM website at <http://www.hkgem.com> on the “Latest Listed Company Information” page for at least seven days from the day of its publication and posting and will be published and remains on the website of the Company at <http://www.merdeka.com.hk>.*