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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)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 28 JUNE 2021

At the annual general meeting of Merdeka Financial Group Limited (the “**Company**”) held on 28 June 2021 (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 21 May 2021 (the “**Notice**”) were taken by poll. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 21 May 2021 (the “**Circular**”). The poll results in respect of the Resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the report of the directors and the independent auditor’s report of the Company for the year ended 31 December 2020	49,109,116 (99.56%)	216,862 (0.44%)
2.	(a) To re-elect Mr. Wong Hin Shek as an executive director of the Company	49,109,116 (99.56%)	216,862 (0.44%)
	(b) To re-elect Mr. Cheung Wai Yin, Wilson as an executive director of the Company	49,109,116 (99.56%)	216,862 (0.44%)
	(c) To re-elect Ms. Tsang Kwai Ping as an executive director of the Company	49,109,116 (99.56%)	216,862 (0.44%)
3.	To authorise the board of directors of the Company to fix directors’ remuneration	49,109,116 (99.56%)	216,862 (0.44%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint Elite Partners CPA Limited as auditor and authorise the board of directors of the Company to fix auditor's remuneration	49,109,116 (99.56%)	216,862 (0.44%)
5.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate number of issued shares of the Company	49,109,116 (99.56%)	216,862 (0.44%)
	(B) To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the aggregate number of issued shares of the Company	49,109,116 (99.56%)	216,862 (0.44%)
	(C) To increase the general mandate to be given to the directors of the Company to issue new Shares of the Company	49,109,116 (99.56%)	216,862 (0.44%)

The full text of the Resolutions are set out in the Notice.

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

As at the date of the AGM, the issued share capital of the Company was 138,524,359 shares, which was the total number of shares entitling the holders to attend and vote for or against all the Resolutions. 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 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

The Branch Share Registrar of the Company, Tricor Tengis Limited, acted as the scrutineer for the purpose of vote-taking at the AGM.

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

Hong Kong, 28 June 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 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>.