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NOIZ GROUP LIMITED

聲揚集團有限公司

(formerly known as “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)

**CHANGE OF (1) COMPANY NAME; (2) STOCK SHORT NAME;
(3) COMPANY LOGO; (4) COMPANY WEBSITE; AND
(5) BUSINESS UPDATE**

The Board hereby announces the following changes:

(1) CHANGE OF COMPANY NAME

The English name of the Company has been changed from “Merdeka Financial Group Limited” to “NOIZ Group Limited” and its dual foreign name in Chinese from “領智金融集團有限公司” to “聲揚集團有限公司”, both with effect from 9 May 2023.

(2) CHANGE OF STOCK SHORT NAME

Following the Change of Company Name, the stock short name of the Company for trading in the Shares on the GEM of the Stock Exchange will be changed from “MERDEKA FIN” to “NOIZ GROUP” in English and from “領智金融” to “聲揚集團” in Chinese with effect from 9:00 a.m. on 12 June 2023. The stock code of the Company on the Stock Exchange remains as “8163”.

(3) CHANGE OF COMPANY LOGO

The logo of the Company has been changed to  with effect from 7 June 2023.

(4) CHANGE OF COMPANY WEBSITE

With effect from the date hereof, the website address of the Company will be changed from www.merdeka.com.hk to www.noiz-group.com, to reflect the Change of Company Name. All announcements, notices or other documents to be submitted by the Company for publication on the Stock Exchange’s website will also be published on this new website of the Company.

(5) BUSINESS UPDATE

The Company considers this strategic transformation tie with the Group’s strategy to leverage blockchain technology possessed by the Group to create value and protection to individuals, creators, artists and brand owners, and also provide diversified and innovative ways for audiences to enjoy immersive entertainment experiences.

Reference is made to the announcement of NOIZ Group Limited (formerly known as Merdeka Financial Group Limited) (the “**Company**”) dated 22 March 2023, the circular of the Company dated 31 March 2023 (the “**Circular**”) and the announcement of the Company relating to the poll results of the AGM dated 5 May 2023, in relation to, among others, the Change of Company Name. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

(1) CHANGE OF COMPANY NAME

The Board hereby announces that subsequent to the passing of a special resolution to approve the Change of Company Name at the AGM held on 5 May 2023, the change of the English name of the Company from “Merdeka Financial Group Limited” to “NOIZ Group Limited”, and its dual foreign name in Chinese from “領智金融集團有限公司” to “聲揚集團有限公司”, have both become effective as from 9 May 2023.

The Certificate of Incorporation on Change of Name was issued by the Registrar of Companies in the Cayman Islands on 9 May 2023, certifying that the change of the English name and the dual foreign name in Chinese of the Company to “NOIZ Group Limited” and “聲揚集團有限公司” respectively. The Certificate of Registration of Alteration of Name of Registered Non-Hong Kong Company was issued by the Registrar of Companies in Hong Kong on 29 May 2023 confirming the registration of the new names of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

(2) CHANGE OF STOCK SHORT NAME

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Effects of the Change of Company Name

The Change of Company Name will not affect any of the rights of the Shareholders or daily business operation of the Company and its financial position. All Share certificates of the Company in issue bearing former name of the Company will continue to be evidence of legal title and valid for all purposes (including for the purposes of trading, settlement, registration and delivery). Accordingly, there will not be any arrangement for the exchange of the Share certificates of the Company under its former name for new Share certificates under the new name of the Company. New share certificates of the Company which are issued on or after 12 June 2023 will be issued under the new name of the Company.

(5) BUSINESS UPDATE

In the second half of 2022, the Company has completed the acquisition of NOIZChain Limited (“NOIZ”). In addition, the Company has entered into the entertainment industry in early 2023. The Company considers this strategic transformation tie with the Group's strategy to leverage blockchain technology possessed by NOIZ to create value and protection to individuals, creators, artists and brand owners (collectively, being the “Users”). NOIZ aims to create value by seizing novel growth opportunities in the creator economy in the entertainment industry, and at the same time to create diversified and innovative ways for audiences to enjoy immersive experiences.

NOIZ is steadfastly committed to harnessing blockchain, artificial intelligence, and immersive interaction technologies to empower the Users. NOIZ is poised to reshape the horizon by integrating technology and introducing an all-encompassing creator management platform. The forthcoming platform's novel features will empower the Users to connect directly with their fans, facilitating deep fan engagement, sponsorship opportunities, and a heightened sense of community. On top, the platform and ecosystem will equip the Users with the requisite tools to control their intellectual property, creations, and income streams, while harnessing the potential of emerging technologies to shape their future.

The Company anticipates its strategic rebranding and transformation to invigorate Hong Kong and Asia, guiding these regions towards embracing the new market dynamics.

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

Hong Kong, 7 June 2023

As at the date of this announcement, the executive Directors are Mr. Wong Hin Shek (Chairman and Chief Executive Officer) 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 Stock Exchange's website at <http://www.hkexnews.hk> 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 www.noiz-group.com.