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MERDEKA MOBILE GROUP LIMITED

(萬德移動集團有限公司*)

(formerly known as Merdeka Resources Holdings Limited

(萬德資源集團有限公司))*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8163)

POLL RESULTS AT THE 2014 ANNUAL GENERAL MEETING

The Board announces that all the ordinary resolutions set out in the AGM Notice were duly passed by the Shareholders while all the special resolutions set out in the AGM Notice were not passed by the Shareholders by way of poll at the AGM held on 27 June 2014 at 11:00 a.m..

POLL RESULTS AT THE 2014 ANNUAL GENERAL MEETING

Reference is made to the circular (the “Circular”) of Merdeka Mobile Group Limited (formerly known as Merdeka Resources Holdings Limited) (the “Company”) containing, among others, a notice of annual general meeting of the Company held on 27 June 2014 (the “AGM”) (the “AGM Notice”) both dated 27 May 2014. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the AGM Notice.

The Board is pleased to announce that all the resolutions proposed were voted by the Shareholders by way of poll at the AGM held on 27 June 2014.

** for identification purposes only*

As at the date of the AGM, the number of issued shares of the Company was 612,850,215 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM.

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

The poll results are set out as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2013	134,048,540 (85.270%)	23,156,101 (14.730%)
2.	To re-elect the following persons as Directors		
	(i) Mr. Wong Chi Man	134,048,540 (85.270%)	23,156,101 (14.730%)
	(ii) Mr. Ng Kay Kwok	134,048,540 (85.270%)	23,156,101 (14.730%)
	(iii) Mr. Yip Kat Kong, Kenneth	134,048,540 (85.270%)	23,156,101 (14.730%)
3.	To authorize the board of directors to fix directors' remuneration for the year ending 31 December 2014	134,048,540 (85.270%)	23,156,101 (14.730%)
4.	To re-appoint Messrs. Elite Partners CPA Limited as auditors and authorise the board of directors to fix their remuneration	134,048,540 (85.270%)	23,156,101 (14.730%)
5(A).	To grant a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company	134,048,540 (85.270%)	23,156,101 (14.730%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
5(B).	To grant a general mandate to the directors to repurchase shares not exceeding 10% of the issued share capital of the Company	134,048,540 (85.270%)	23,156,101 (14.730%)
5(C).	To extend the authority granted to the directors pursuant to Ordinary Resolution No. 5(A) to issue shares by adding to the issued share capital of the Company the number of shares repurchased under Ordinary Resolution No. 5(B)	134,048,540 (85.270%)	23,156,101 (14.730%)
Special Resolutions		Number of Votes (%)	
		For	Against
6(A).	To approve the amendments to the Articles of Association relating to shareholders of the Company including Articles 59, 66, 67, 68, 69, 70, 73, 75(1), 80, 81, 82 and 84(2) in the manner as set out in Appendix III to the circular of the Company dated 27 May 2014	101,983,540 (64.873%)	55,221,101 (35.127%)
6(B).	To approve the amendments to the Articles of Association relating to directors of the Company including Articles 88 in the manner as set out in Appendix III to the circular of the Company dated 27 May 2014	92,483,540 (58.830%)	64,721,101 (41.170%)
6(C).	To approve the amendments to the Articles of Association relating to Article 86(5) in the manner as set out in Appendix III to the circular of the Company dated 27 May 2014	114,937,641 (73.113%)	42,267,000 (26.887%)
6(D).	To approve the amendments to the Articles of Association relating to minor housekeeping amendments including Articles 2(1), 3(3), 10, 152, 159 and 160 in the manner as set out in Appendix III to the circular of the Company dated 27 May 2014	101,983,540 (64.873%)	55,221,101 (35.127%)

Please refer to the AGM Notice for the full version of the above resolutions.

As more than 50% of the votes were cast in favour of the ordinary resolutions proposed at the AGM, they were duly passed while less than 75% of the votes were cast in favour of the special resolutions proposed at the AGM, they were not duly passed.

As a result, the amendments to Articles of Association of the Company will thus not be carried out accordingly. The Company will seek to put forth the resolutions to be voted by its shareholders again in other general meeting and will make announcement(s) and circular(s) when and where appropriate in due course.

By Order of the Board of
MERDEKA MOBILE GROUP LIMITED
(formerly known as Merdeka Resources Holdings Limited)
Cheung Wai Yin, Wilson
Chairman and Chief Executive Officer

Hong Kong, 27 June 2014

As at the date of this announcement, the Directors are:

Executive Directors:

Mr. Cheung Wai Yin, Wilson *(Chairman and Chief Executive Officer)*

Mr. Lau Chi Yan, Pierre *(Managing Director)*

Non-executive Director:

Mr. Wong Chi Man

Independent Non-executive Directors:

Ms. Yeung Mo Sheung, Ann

Mr. Ng Kay Kwok

Mr. Yip Kat Kong, Kenneth

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>.