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MERDEKA

MERDEKA MOBILE GROUP LIMITED

(萬德移動集團有限公司*)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8163)

**POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING
HELD ON 6 JULY 2015 AT 11:00 A.M.**

The Board announces that the ordinary resolution set out in the EGM Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on 6 July 2015 at 11:00 a.m..

POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING

Reference is made to the circular (the “**Circular**”) incorporating a notice (the “**EGM Notice**”) of extraordinary general meeting (the “**EGM**”) dated 15 June 2015 of Merdeka Mobile Group Limited (the “**Company**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

The Board is pleased to announce that the resolution as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on 6 July 2015.

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

* *for identification purposes only*

The poll results are set out as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve the Open Offer, the Underwriting Agreement and the transactions contemplated thereunder (including but not limited to the arrangements for taking up of the underwritten Offer Shares, if any, by the Underwriter), details of which are set out in the circular of the Company dated 15 June 2015.	9,757,497 (100%)	0 (0%)

Please refer to the EGM Notice for the full version of the above ordinary resolution.

As set out in the Circular, each of Mr. Cheung, the chairman and chief executive officer of the Company, and Mr. Lau Chi Yan, Pierre, an executive Director, and their respective associates have abstained from voting in favour of the ordinary resolution at the EGM. As at the time of the EGM, Mr. Cheung and his associates hold 32,998,438 Shares representing approximately 8.62% of the issued share capital of the Company, and Mr. Lau Chi Yan, Pierre and his associates hold 1,328,125 Shares representing approximately 0.35% of the issued share capital of the Company. Save as disclosed above, none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the ordinary resolution at the EGM.

As at the time of the EGM, the total number of issued and fully paid up Shares was 383,031,384 Shares. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution at the EGM was 348,704,821 Shares. There was no Share entitling the Independent Shareholders to attend and vote only against the ordinary resolution at the EGM.

As more than 50% of the votes were cast in favour of the ordinary resolution proposed at the EGM, it was duly passed.

By order of the Board of
MERDEKA MOBILE GROUP LIMITED
Cheung Wai Yin, Wilson
Chairman and Chief Executive Officer

Hong Kong, 6 July 2015

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>.