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MERDEKA

MERDEKA FINANCIAL SERVICES GROUP LIMITED

(萬德金融服務集團有限公司*)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8163)

COMPLETION OF DISCLOSABLE TRANSACTION

The Board is pleased to announce that the conditions set out in the Agreement have been fulfilled and completion of the Acquisition took place on 10 August 2017 in accordance with the terms and conditions of the Agreement.

Reference is made to the announcement of Merdeka Financial Services Group Limited (the “Company”) dated 7 February 2017 (the “Announcement”) and the Company’s circular dated 8 March 2107 (the “Circular”) in relation to the acquisition of 51% of the issued share capital of the Target from the Vendor at a consideration of HK\$10,000,000 to be satisfied by the allotment and issue of the Consideration Shares to the Vendor or its nominee. Terms used herein shall have the same meanings as defined in the Announcement and the Circular unless defined otherwise.

The Board is pleased to announce that the conditions set out in the Agreement have been fulfilled and completion of the Acquisition took place on 10 August 2017 in accordance with the terms and conditions of the Agreement. As a result, 100,000,000 Consideration Shares were issued to Mr. Ip Yu Chak, the sole shareholder of the Vendor, as directed by the Vendor. Following Completion, the Target has become an indirect non-wholly-owned subsidiary of the Company and the financial results of the Target will be consolidated in the consolidated financial statements of the Group.

** for identification purposes only*

EFFECTS ON SHAREHOLDING STRUCTURE

The table below set out the changes to the shareholding structure of the Company immediately prior to and immediately after the Completion:

| Shareholders | Immediately prior to Completion | | Immediately after the Completion | |
|--|---------------------------------|---------------|----------------------------------|---------------|
| | Number of Shares | Approximate % | Number of Shares | Approximate % |
| Cheung Wai Yin, Wilson (<i>note 1</i>) | 98,995,314 | 5.10 | 98,995,314 | 4.85 |
| Lau Chi Yan, Pierre (<i>note 2</i>) | 3,984,375 | 0.21 | 3,984,375 | 0.20 |
| Ip Yu Chak | - | - | 100,000,000 | 4.90 |
| Other public Shareholders | <u>1,837,114,463</u> | <u>94.69</u> | <u>1,837,114,463</u> | <u>90.05</u> |
| Total | <u>1,940,094,152</u> | <u>100.00</u> | <u>2,040,094,152</u> | <u>100.00</u> |

Notes:

1. The interests disclosed include 98,437,500 Shares held by Ivana Investments Limited, a company incorporated in the British Virgin Islands owned as to 100% by CW Limited, which in turn is wholly-owned by Asiatruster Limited, a trust company in its capacity as the trustee of a discretionary trust, the founder (as defined in the SFO) of which is Mr. Cheung Wai Yin, Wilson and the discretionary objects of which are family members of Mr. Cheung Wai Yin, Wilson (including Mr. Cheung Wai Yin, Wilson himself). The remaining 557,814 Shares are held by Mr. Cheung Wai Yin, Wilson personally.
2. Mr. Lau Chi Yan, Pierre is the Managing Director of the Company.

By Order of the Board of
MERDEKA FINANCIAL SERVICES GROUP LIMITED
Cheung Wai Yin, Wilson
Chairman and Chief Executive Officer

Hong Kong, 10 August 2017

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*)

Independent Non-executive Directors:

Ms. Yeung Mo Sheung, Ann

Mr. Ng Kay Kwok

Mr. Au-yeung Sei Kwok

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>.