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M Resources Group Limited

脈資資源集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 08186)

COMPLETION OF ISSUE OF SHARES UNDER SPECIFIC MANDATE

Reference is made to the announcement of the Company dated 15 December 2022. Terms used in this announcement shall have the same meaning as those defined therein.

COMPLETION OF SHARE TRANSACTIONS

The Board is pleased to announce that the conditions precedent to the Share Transactions have been fulfilled and completion took place on 22 December 2022 such that 4,405,465 Scheme Shares have been allotted and issued to not less than six Scheme Creditors and 8,476,364 Subscription Shares have been allotted and issued to the Subscriber. None of the Scheme Creditors has become a substantial Shareholder as a result of the Share Transactions.

EFFECT OF THE SHARE TRANSACTIONS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below are the shareholding structures of the Company immediately before and after completion of the Share Transactions:

	Immediately before completion of Share Transactions		Immediately after completion of Share Transactions	
	Shares	%	Shares	%
Mega Trillion International Corporation	2,596,875	16.7%	2,596,875	9.1%
Landmass Investments Limited	1,517,212	9.7%	1,517,212	5.3%
Jade Metro Limited	1,031,250	6.6%	1,031,250	3.6%
Director	676,127	4.3%	676,127	2.4%
Subscriber	–	–	8,476,364	29.8%
Scheme Creditors	–	–	4,405,465	15.5%
Other Public Shareholders	9,763,867	62.7%	9,763,867	34.3%
Total	<u>15,585,331</u>	<u>100.0%</u>	<u>28,467,160</u>	<u>100.0%</u>

For and on behalf of the board of directors
M Resources Group Limited
Leung Ka Ho
Company Secretary

Hong Kong, 22 December 2022

As at the date of this announcement, the board of directors of the Company comprises Ms. Chan Ho Yee as executive director, and Ms. Pang King Sze, Rufina, Mr. Hong Bingxian and Mr. Huang Zhe as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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.

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