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MERDEKA

MERDEKA RESOURCES HOLDINGS LIMITED

(萬德資源集團有限公司*)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08163)

CHANGE OF AUDITORS

The Board announces that Messrs. Crowe Horwath (HK) CPA Limited have been appointed as auditors of the Group with effect from 24 December 2010 to fill the casual vacancy left by the resignation of Messrs. Ernst & Young and to hold office until the conclusion of the next annual general meeting of the Company.

The board of directors (the “Board”) of Merdeka Resources Holdings Limited (the “Company” and together with its subsidiaries the “Group”) announces that Messrs. Ernst & Young (“E&Y”) have resigned as auditors of the Group with effect from 24 December 2010 as the Group and E&Y could not reach a consensus on the audit fees for the financial year ending 31 December 2010.

With the recommendation from the audit committee of the Company, the Board further announces that Messrs. Crowe Horwath (HK) CPA Limited have been appointed as auditors of the Group with effect from 24 December 2010 to fill the casual vacancy left by the resignation of E&Y and to hold office until conclusion of the next annual general meeting of the Company.

E&Y had confirmed to the Board that there are no disagreements or unresolved issues in respect of the circumstances leading to the firm’s cessation as the Group’s auditors and there is no matter that need to be brought to the attention of the shareholders or creditors of the Company in connection with their resignation.

The Board also considers that there is no matter in connection with the change of auditors which need to be brought to the attention of the shareholders of the Company.

It is expected that the change of auditors will not affect the audit and the release of the annual results of the Company for the financial year ending 31 December 2010.

* *for identification purposes only*

The Board would like to thank E&Y for their professional services provided to the Company and the Group in the past years.

By Order of the Board of
MERDEKA RESOURCES HOLDINGS LIMITED
Ma Hang Kon, Louis
Chairman and Chief Executive Officer

Hong Kong, 24 December 2010

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

Executive Directors:

Mr. Ma Hang Kon, Louis (*Chairman and Chief Executive Officer*)

Mr. Lai Wing Hung

Independent Non-executive Directors:

Mr. Lam Kin Kau, Mark

Mr. Fung Hoi Wing, Henry

Mr. Lau Ho Wai, Lucas

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 “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its publication and will be published and remains on the website of the Company at www.merdeka.com.hk.