



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 November 2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer MERDEKA RESOURCES HOLDINGS LIMITED

Date Submitted 1 December 2011

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 08163 Description : Ordinary Shares

|                                     | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|------------------------|------------------|---------------------------------|
| Balance at close of preceding month | <u>20,000,000,000</u>  | <u>0.01</u>      | <u>200,000,000.00</u>           |
| Increase/(decrease)                 | <u>Nil</u>             |                  | <u>Nil</u>                      |
| Balance at close of the month       | <u>20,000,000,000</u>  | <u>0.01</u>      | <u>200,000,000.00</u>           |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|------------------------|----------------------------|---|
| Balance at close of preceding month | _____                  | _____                      | _____                                     |
| Increase/(decrease)                 | _____                  |                            | _____                                     |
| Balance at close of the month       | _____                  | _____                      | _____                                     |

## 2. Preference Shares

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| Stock code : _____                  | Description : _____      |  |   |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                    | _____                                  | _____   |
| Increase/(decrease)                 | _____                    |  | _____   |
| Balance at close of the month       | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |                                |  |   |
|-------------------------------------|--------------------------------|--|---|
| Stock code : _____                  | Description : _____            |  |   |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                          | _____                                  | _____   |
| Increase/(decrease)                 | _____                          |  | _____   |
| Balance at close of the month       | _____                          | _____                                  | _____   |

Total authorised share capital at the end of the month (*HK\$*) : 200,000,000.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares      |            | No of preference shares | No. of other classes shares |
|---------------------------------------|-----------------------------|------------|-------------------------|-----------------------------|
|                                       | (1)                         | (2)        |                         |                             |
| Balance at close of preceding month   | <u>6,103,649,000</u>        | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                  |
| Increase/ (decrease) during the month | <u>175,000,000</u>          | <u>Nil</u> | <u>Nil</u>              | <u>Nil</u>                  |
| Balance at close of the month         | <u><b>6,278,649,000</b></u> | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                  |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable   | Movement during the month |           |           |          | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|-----------|-----------|----------|--|---|
|  | Granted                   | Exercised | Cancelled | Lapsed   |  |   |
| 1. Share option scheme adopted on 20/02/2002 by sole shareholder's written resolution #  |                           |           |           |          |  |   |
| Ordinary shares  | <u>0</u>                  | <u>0</u>  | <u>0</u>  | <u>0</u> | <u>0</u>   | <u>0 (Note a)</u>   |
| (Note 1)   |                           |           |           |          |  |   |
| Note a: Exercise price: HK\$0.038 per share; exercise period: 14/08/2006 - 13/08/2011.   |                           |           |           |          |  |   |
| 2. Share option scheme adopted on 20/02/2002 by sole shareholder's written resolution #  |                           |           |           |          |  |   |
| Ordinary shares  | <u>0</u>                  | <u>0</u>  | <u>0</u>  | <u>0</u> | <u>0</u>   | <u>0 (Note b)</u>   |
| (Note 1)   |                           |           |           |          |  |   |
| Note b: Exercise price: HK\$0.116 per share; exercise period: 4,000,000 share options: 14/05/2009 - 13/08/2011 and 4,000,000 share options: 14/11/2009 - 13/08/2011. |                           |           |           |          |  |   |
| 3. Share option scheme adopted on 20/02/2002 by sole shareholder's written resolution #  |                           |           |           |          |  |   |
| Ordinary shares  | <u>0</u>                  | <u>0</u>  | <u>0</u>  | <u>0</u> | <u>0</u>   | <u>9,500,000 (Note c)</u>   |
| (Note 1)   |                           |           |           |          |  |   |
| Note c: Exercise price: HK\$0.160 per share; exercise period: 07/07/2009 - 06/03/2012.   |                           |           |           |          |  |   |

# The share option scheme was effective on 07/03/2002.



Warrants to Issue Shares of the Issuer which are to be Listed **(Not Applicable)**

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---------------------------------|---|----------------------------------|---|--|--|
| 1.<br>_____<br>_____<br>_____<br>( / / )  | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 2.<br>_____<br>_____<br>_____<br>( / / )  | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 3.<br>_____<br>_____<br>_____<br>( / / )  | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 4.<br>_____<br>_____<br>_____<br>( / / )  | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| Stock code (if listed) _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date _____<br>(if applicable) _____<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
|   |                                 |   |                                  | Total B. (Ordinary shares)                | _____  | N/A  |
|   |                                 |   |                                  | (Preference shares)                       | _____  | N/A  |
|   |                                 |   |                                  | (Other class)                             | _____  | N/A  |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description  | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| <u>1. MCL Convertible Bonds</u><br><u>(3-year zero coupon</u><br><u>convertible bonds originally</u><br><u>due 2011 and extended to</u><br><u>2014) issued on 12/08/2008</u> | HKS                            | 432,380,000.00                     | 17,500,000                 | 414,880,000.00               | 175,000,000  | 4,148,800,000   |
| Stock code (if listed)   | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )   | Ordinary shares                |                                    |                            |                              |  |   |
| Subscription price   | HK\$0.10 per share             |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)   | (18/06/2008)                   |                                    |                            |                              |  |   |
| <u>2.</u>  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)   |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )   |                                |                                    |                            |                              |  |   |
| Subscription price   |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)   |                                | ( / / )                            |                            |                              |  |   |
| <u>3.</u>  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)   |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )   |                                |                                    |                            |                              |  |   |
| Subscription price   |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)   |                                | ( / / )                            |                            |                              |  |   |
| <u>4.</u>  |                                |                                    |                            |                              |  |   |
| Stock code (if listed)   |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )   |                                |                                    |                            |                              |  |   |
| Subscription price   |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)   |                                | ( / / )                            |                            |                              |  |   |
|  |                                |                                    |                            | Total C. (Ordinary shares)   | 175,000,000  |   |
|  |                                |                                    |                            | (Preference shares)          | N/A  |   |
|  |                                |                                    |                            | (Other class)                | N/A  |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) **(Not Applicable)**

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| 1. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                       |  |   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

## Other Movements in Issued Share Capital

| Type of Issue |              |                                 |  | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------|--------------|---------------------------------|--|--|---|
| 1.            | Rights issue | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | Nil  | Nil   |
| 2.            | Open offer   | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | Nil  | Nil   |
| 3.            | Placing      | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | Nil  | Nil   |
| 4.            | Bonus issue  |                                 | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | Nil  | Nil   |



## For Main Board and GEM listed issuers

| Type of Issue |  | No. of new shares of issuer issued during the month pursuant thereto   | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------|--|--|---|
| 5.            | Scrip dividend<br>At price : State currency _____      | Class of shares issuable <u>Ordinary</u><br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>AGM approval date: ( / / )<br>(dd/mm/yyyy) | Nil<br>Nil  |
| 6.            | Repurchase of shares                                   | Class of shares repurchased <u>Ordinary</u><br><i>(Note 1)</i><br>Cancellation date : (dd/mm/yyyy)<br>AGM approval date: (dd/mm/yyyy)                        | Nil<br>Nil  |
| 7.            | Redemption of shares                                   | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)                 | Nil<br>Nil  |
| 8.            | Consideration issue<br>At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)           | Nil<br>Nil  |

For Main Board and GEM listed issuers

| Type of Issue              |  | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|--|--|---|
| 9. Capital reorganisation  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy)                                    | Nil  | Nil   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy) | Nil  | Nil   |
|                            |  | Total E. (Ordinary shares)   | Nil   |
|                            |  | (Preference shares)  | N/A   |
|                            |  | (Other class)  | N/A   |

|   |     |             |
|---|-----|-------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | 175,000,000 |
|   | (2) | N/A         |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | N/A         |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | N/A         |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |             |

