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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)

CHANGES IN DIRECTORSHIP AND RE-DESIGNATION OF DIRECTOR

The Board announces that Mr. Wong has resigned as an executive director of the Company, Mr. Yeh has resigned as a non-executive director of the Company and Chairman of the Board and Mr. Bai has resigned as a non-executive director of the Company, all with effect from 15 May 2012 due to their respective other personal engagements which call for a greater time commitment.

The Board also announces that Mr. Ma has been appointed Chairman of the Board and has been re-designated as an executive director, Chief Executive Officer, Chairman of the Board, member of the remuneration committee, member of nomination committee, compliance officer, authorized representative and agent for service of process in Hong Kong of the Company and as a director of the relevant subsidiaries of the Company with effect from 15 May 2012.

The board of directors (the “Board”) of Merdeka Resources Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) announces that Mr. Wong Shui Lung (王水龍) (“Mr. Wong”) has resigned as an executive director of the Company, Mr. Yeh Shuen Ji (葉選基) (“Mr. Yeh”) has resigned as a non-executive director of the Company and Chairman of the Board and Mr. Bai Baohua (白葆華) (“Mr. Bai”) has resigned as a non-executive director of the Company, all with effect from 15 May 2012 due to their respective other personal engagements which call for a greater time commitment.

** for identification purposes only*

Mr. Wong, Mr. Yeh and Mr. Bai have severally and respectively confirmed that they have no disagreement with the Board and do not have any matters in relation to their resignations that should be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Wong, Mr. Yeh and Mr. Bai for their contributions to the Company and the Group during their tenure of office.

The Board also announces that Mr. Ma Hang Kon, Louis (“Mr. Ma”) has been appointed Chairman of the Board and has been re-designated to as an executive director, Chief Executive Officer, Chairman of the Board, member of the remuneration committee, member of nomination committee, compliance officer, authorized representative and agent for service of process in Hong Kong of the Company and as a director of the relevant subsidiaries of the Company with effect from 15 May 2012.

Mr. Ma, aged 49, joined the Group in 2008, is primarily responsible for the corporate planning, overall strategic direction of the Group and taking a leading role in managing and overseeing the day-to-day operations of the businesses of the Group. He is also responsible for managing the finance and accounting, compliance and company secretarial functions of the Group.

Prior to joining the Group, Mr. Ma had over 20 years of working experience, mainly in the petrochemical and electronics industries in the United States and in the Asia Pacific region. He is experienced in starting up operations including building an infrastructure of manufacturing facilities in the Asia Pacific, in leading mergers and acquisitions, and in rapidly growing business in new geographic locations. Mr. Ma is a member of each of The American Institute of Certified Public Accountants, the Association of Chartered Certified Accountants, the Hong Kong Institute of Certified Public Accountants and The Institute of Chartered Secretaries and Administrators. He graduated from the Kellogg School of Business, Northwestern University in the United States and the Hong Kong Polytechnic (the predecessor of The Hong Kong Polytechnic University).

Save as disclosed above, Mr. Ma did not hold any directorship in any listed public company in the past three years and does not hold any other positions within the Group.

Mr. Ma has entered into a two-year service agreement with the Company with effect from 23 November 2010, pursuant to which Mr. Ma is entitled to a monthly basic salary of HK\$148,300 and a monthly rental reimbursement of HK\$35,000 by reference to his individual performance, prevailing economic situation and market practice, and discretionary bonus for

each completed year of service with the Company which will be determined at the sole and absolute discretion of the Board. Mr. Ma's appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of the Company.

Mr. Ma does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company.

As at the date of this announcement, Mr. Ma has personal interests in 9,800,000 shares of the Company and save as disclosed, Mr. Ma has no other interests (within the meaning of Part XV of the SFO) in any shares, underlying shares or debentures of the Company and/or its associated corporations.

Save as disclosed above, there is no information which should be disclosed nor is/was Mr. Ma involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the "GEM Listing Rules") nor are there other matters that need to be brought to the attention of the Shareholders.

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

Hong Kong, 15 May 2012

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 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 websites of the Company at <http://www.merdeka.com.hk> and <http://www.irasia.com/listco/hk/merdeka>.