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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: 8163)

**VERY SUBSTANTIAL ACQUISITION
AND
FURTHER DELAY IN DESPATCH OF CIRCULAR
AND
EXTENSION OF LONG STOP DATE**

Reference is made to the Announcement, the Clarification Announcement and the further Delay Despatch Announcement in relation to, inter alia, the proposed acquisition of 70% issued share capital of Ever Hero Group Limited. As additional time is required to finalise the financial information to be included in the Circular pursuant to the GEM Listing Rules, the despatch date of the Circular will be further postponed from 30 June 2013 to a date falling on or before 30 September 2013.

On 28 June 2013, the Company entered into a third supplemental agreement with the Vendor to further extend the Long Stop Date from 30 June 2013 to 30 September 2013.

As completion of the Acquisition is subject to the fulfillment of a number of conditions precedent and may or may not proceed, Shareholders and potential investors should exercise caution when dealing with the Shares.

* *for identification purposes only*

Reference is made to the announcements of Merdeka Resources Holdings Limited (the “Company”) dated 25 September 2012 (the “Announcement”), 10 October 2012 (the “Clarification Announcement”), 27 November 2012 (the “First Delay Despatch Announcement”), 31 December 2012 (the “Long Stop Date Announcement”), 31 January 2013 and 31 March 2013 (the “Delay Despatch Announcement”) in relation to, inter alia, the proposed acquisition of 70% issued share capital of Ever Hero Group Limited. Terms used herein shall have the same meanings as defined in the Announcement unless defined otherwise.

As stated in the Delay Announcements, a circular (the “Circular”) containing, among other things, (i) further details of the Acquisition and the transactions contemplated thereunder; (ii) other information as required under the GEM Listing Rules; and (iii) the notice convening the EGM, is expected to be despatched to the Shareholders on or before 30 June 2013.

As additional time is required for the Company to finalise certain information required to be disclosed in the Circular, including, inter alia, financial information of the Target Group pursuant to the GEM Listing Rules, the despatch date of the Circular is expected to be further postponed to a date falling on or before 30 September 2013.

Pursuant to the Long Stop Date Announcement, the Long Stop Date had been extended from 31 March 2013 to 30 June 2013. As more time is needed for the fulfillment of the conditions precedent to which the Completion is subject to, the Company entered into a supplemental agreement with the Vendor on 28 June 2013 to further extend the Long Stop Date from 30 June 2013 to 30 September 2013.

As completion of the Acquisition is subject to the fulfillment of a number of conditions precedent and may or may not proceed, Shareholders and potential investors should exercise caution when dealing with the Shares.

On behalf of the Board
MERDEKA RESOURCES HOLDINGS LIMITED
Cheung Wai Yin, Wilson
Chairman and Chief Executive Officer

Hong Kong, 28 June 2013

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

Executive Director:

Mr. Cheung Wai Yin, Wilson (*Chairman and Chief Executive Officer*)

Mr. Lau Chi Yan, Pierre

Mr. Ma Hang Kon, Louis

Non-executive Director:

Mr. Wong Chi Man

Independent Non-executive Director:

Ms. Yeung Mo Sheung, Ann

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>.