

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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 100% 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 31 December 2013 to a date falling on or before 31 March 2014.

On 30 December 2013, the Company entered into a supplemental agreement with the Vendor to extend the Long Stop Date from 31 December 2013 to 31 March 2014.

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.

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, 31 March 2013, 28 June 2013, 30 September 2013 (the “Delay Dispatch Announcements”), 9 October 2013 and 28 October 2013 (the “Supplemental Agreement Announcements”) in relation to, inter alia, the proposed acquisition of 100% issued share capital of Ever Hero Group Limited. Terms used herein shall have the same meanings as defined in the Announcement unless defined otherwise.

* For identification purposes only

As stated in the Delay Despatch 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 31 December 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 31 March 2014.

Pursuant to the Long Stop Date Announcement, the Long Stop Date had been extended from 30 September 2013 to 31 December 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 30 December 2013 to further extend the Long Stop Date from 31 December 2013 to 31 March 2014.

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, 30 December 2013

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

Executive Directors:

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

Mr. Lau Chi Yan, Pierre (*Managing Director*)

Non-executive Director:

Mr. Wong Chi Man

Independent Non-executive Directors:

Ms. Yeung Mo Sheung, Ann

Mr. Ng Kay Kwok

Mr. Yip Kat Kong, Kenneth

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>.