

FORMS RELATING TO LISTING

Form F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : **Ming Kei Energy Holdings Limited**

Stock code (ordinary shares) : **8239**

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 21st February 2008.

A. General

Place of incorporation : Cayman Islands

Date of initial listing on GEM : 15th November 2002

Name of Sponsor(s) : NIL

Names of directors : *Executive directors*
(please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive)
Mr. Yeung Leung Kong
Mr. Guo Xu
Mr. Cheung Chi Hwa, Justin
Mr. Cheung King Shan
Mr. Li Hai

Independent non-executive directors
Mr. Wong Ming, Kerry
Mr. Tam Chak Chi
Mr. Pang Hong Tao, Peter

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	:	Approximate percentage of shareholding in the Company
Name	Number of shares held	Approximate percentage of shareholding in the Company
Tolmen Star Limited (the “Tolmen Star”) (Note 1)	902,000,000	36.85
Mr. Guo Xu (Note 1)	902,000,000	36.85
Ms. Zhou Ya Ping (Note 1)	902,000,000	36.85
Ming Kei International Holding Company Limited (the “Ming Kei”) (Note 2)	432,000,000	17.65
Mr. Wong Wai Sing (Note 3)	80,000,000 432,000,000	3.27 17.65
Mr. Wong Wai Ngok (Note 4)	80,000,000 432,000,000	3.27 17.65
Ms. Tsang Tsz Kwan (Note 5)	512,000,000	20.92

Notes:

1. Tolmen Star is wholly owned by Mr. Guo Xu who is the spouse of Ms. Zhou Ya Ping. Accordingly, each of Mr. Guo Xu and Ms. Zhou Ya Ping is deemed to be interested in the 902,000,000 Shares in which Tolmen Star is interested.
2. Of the 432,000,000 Shares, 240,000,000 Shares refers to the Shares in issue and 192,000,000 Shares refers to the conversion Shares assuming exercise in full the convertible bonds.
3. Ming Kei is owned as to 50% by Mr. Wong Wai Sing and as to 50% by Mr. Wong Wai Ngok. Therefore Mr. Wong Wai Sing is deemed interested in the Shares of Ming Kei.
4. Ming Kei is owned as to 50% by Mr. Wong Wai Sing and as to 50% by Mr. Wong Wai Ngok, therefore Mr. Wong Wai Ngok is deemed interested in the Shares of Ming Kei.
5. Ms. Tsang Tsz Kwan is the wife of Mr. Wong Wai Ngok, therefore she is deemed interested in the Shares of Mr. Wong Wai Ngok.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company : Not applicable

Financial year end date : 31st March

Registered address : Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KYI-1111
Cayman Islands

Head office and principal place : Room 3308-09
The Centre
99 Queen's Road Central
Central
Hong Kong

Web-site address (if applicable) : <http://www.irasia.com/listco/hk/mkenergy/index.htm>
<http://www.mingkeienergy.com>

Share registrar : *Principal share registrar and transfer office*
Bank of Bermuda (Cayman) Limited
P.O. Box 513 GT
Strathvale House
North Church Street
George Town
Grand Cayman
Cayman Islands
British West Indies

Branch share registrar and transfer office
Tricor Tengis Limited
26th Floor
Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

Auditors : Messrs. Grant Thornton
Certified Public Accountants
13th Floor
Gloucester Tower
The Landmark
15 Queen's Road Central
Hong Kong

B. Business activities

The Company and its subsidiaries (the “Group”) are principally engaged in coordinating various logistics services for its customers and engaged in mining, sale and distribution of coal in the People’s Republic of China.

C. Ordinary shares

Number of ordinary shares in issue	:	2,448,000,000 shares
Par value of ordinary shares in issue	:	HK\$0.01 each
Board lot size (in number of shares)	:	5,000 shares
Name of other stock exchange(s) on which ordinary shares are also listed	:	Not applicable

D. Warrants

Stock code	:	Not applicable
Board lot size	:	Not applicable
Expiry date	:	Not applicable
Exercise price	:	Not applicable
Conversion ratio <i>(Not applicable if the warrant is denominated in dollar value of conversion right)</i>	:	Not applicable
No. of warrants outstanding	:	Not applicable
No. of shares falling to be issued upon the exercise of outstanding warrants	:	Not applicable

E. Other securities

Number of share options granted and outstanding	:	105,000,000
Number of conversion shares outstanding from the convertible bonds	:	192,000,000

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

MR. YEUNG LEUNG KONG

MR. GUO XU

MR. CHEUNG CHI HWA, JUSTIN

MR. CHEUNG KING SHAN

MR. LI HAI

MR. PANG HONG TAO, PETER

MR. WONG MING, KERRY

MR. TAM CHAK CHI