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## **Ming Kei Energy Holdings Limited**

**明基能源控股有限公司\***

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8239)**

**APPOINTMENT OF EXECUTIVE DIRECTOR,  
RESIGNATION AND APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR,  
AUDIT COMMITTEE MEMBER,  
REMUNERATION COMMITTEE MEMBER,  
AND  
CHANGE OF COMPLIANCE OFFICER**

The Board is pleased to announce that Mr. Li Qing will be appointed as an executive Director with effect from 30 May 2008.

The Board also wishes to announce that Mr. Wong Ming, Kerry has resigned as the independent non-executive Director, a member of the audit committee and a member of the remuneration committee of the Board with effect from 30 May 2008 due to other business engagements which require more of his attention; and the Board is pleased to announce that Mr. Fung Ho Yin will be appointed as an independent non-executive Director, a member of the audit committee and a member of the remuneration committee of the Board with effect from 30 May 2008.

In addition, the Board wishes to announce that Mr. Guo Xu has resigned as the compliance officer of the Company with effect from 30 May 2008 while he will continue to remain as an executive Director and the chairman of the Company; and the Board is pleased to announce that Mr. Li Qing, an executive Director has been appointed as the compliance officer of the Company with effect from 30 May 2008.

\* For identification purposes only

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “Board”) of the directors (the “Directors”) of Ming Kei Energy Holdings Limited (the “Company”) is pleased to announce that Mr. Li Qing (“Mr. Li”) will be appointed as an executive Director with effect from 30 May 2008. The biographical details of Mr. Li are as follows:

### **Mr. Li Qing**

Mr. Li, aged 38, holds a bachelor’s degree in commerce from Hainan University# (海南大學) in the People’s Republic of China (the “PRC”) and holds a qualification certificate of specialty and technology in accounting from the Ministry of Personnel, PRC (中華人民共和國人事部). Mr. Li has over 15 years experience in accounting and finance. Mr. Li is currently employed as a chief financial officer and an administrative manager of 木壘縣凱源煤炭有限責任公司 (Mulei County Kai Yuan Coal Company Limited)#, an indirect wholly owned subsidiary of the Company.

Prior to joining 木壘縣凱源煤炭有限責任公司 (Mulei County Kai Yuan Coal Company Limited)#, Mr. Li was a finance manager and a finance officer of 海南明基實業有限公司 (Hainan Ming Kei Industrial Company Limited)# and 太平洋(海南)郵輪有限公司 (Pacific Cruises (Hainan) Limited)# respectively.

Mr. Li has signed a letter of appointment with the Company for an initial term of one year commencing on 30 May 2008. His appointment is subject to retirement by rotation and/or re-election in accordance with the articles of association of the Company (the “Articles of Association”). Pursuant to the terms of his letter of appointment, Mr. Li is entitled to a monthly fee of HK\$10,000 which was determined with reference to his duties and responsibilities with the Company, plus a discretionary year-end bonus to be determined by the Board from time to time.

Save as disclosed above, Mr. Li is not connected with any Directors, senior management, management Shareholders (as defined below), substantial Shareholders (as defined below) or controlling Shareholders (as defined below) and Mr. Li did not hold any other position in the Company’s subsidiaries. As at the date of this announcement, Mr. Li does not have any interests in the securities in the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”).

Save as disclosed above, there is no other matter about Mr. Li which are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM Listing Rules”) of the Stock Exchange of Hong Kong Limited nor are there other matters that need to be brought to the attention of the shareholders of the Company (“Shareholders”).

## **RESIGNATION AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, AUDIT COMMITTEE MEMBER AND REMUNERATION COMMITTEE MEMBER**

The Board also wishes to announce that Mr. Wong Ming, Kerry (“Mr. Wong”) has resigned as the independent non-executive Director, a member of the audit committee and a member of the remuneration committee of the Board with effect from 30 May 2008 due to other business engagements which require more of his attention. Mr. Wong has confirmed that he has no disagreements with the Board and there is no matters regarding to his resignation which needs to be brought to the attention of the Shareholders.

The Board is pleased to announce that Mr. Fung Ho Yin (“Mr. Fung”) will be appointed as an independent non-executive Director, a member of the audit committee and a member of the remuneration committee of the Board with effect from 30 May 2008. The biographical details of Mr. Fung are as follows:

### **Mr. Fung Ho Yin**

Mr. Fung, aged 34, is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants, a fellow of the Association of Chartered Certified Accountants, an associate of the Hong Kong Institute of Company Secretaries, an associate of the Institute of Chartered Secretaries & Administrators. Mr. Fung holds a bachelor’s degree of arts (honour) in accountancy from the Hong Kong Polytechnic University. Mr. Fung has over 10 years of experience in auditing and tax advisory in Hong Kong Special Administrative Region of the PRC (“Hong Kong”). Mr. Fung is currently an audit manager of a Hong Kong based medium size certified public accountants firm.

Mr. Fung has not held any directorship in any other listed companies in the last three years before his appointment as an independent non-executive Director of the Company. Other than his directorship with the Company, Mr. Fung does not hold any position in the Company’s subsidiaries.

Mr. Fung has entered into a letter of appointment with the Company for an initial term of one year commencing on 30 May 2008. His emolument in connection with his position as an independent non-executive Director is HK\$5,000 per month plus a discretionary year-end bonus to be determined by the Board from time to time. Mr. Fung is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Save as disclosed above, Mr. Fung is not connected with any other Directors, senior management, management Shareholders, substantial Shareholders or controlling Shareholders. As at the date of this announcement, Mr. Fung does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

In relation to the appointment of Mr. Fung as an independent non-executive Director, there are no information to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders.

### **CHANGE OF THE COMPLIANCE OFFICER OF THE BOARD**

The Board wishes to announce that Mr. Guo Xu (“Mr. Guo”) has resigned as the compliance officer of the Company with effect from 30 May 2008 while he will remain as an executive Director and the chairman of the Company; and the Board is pleased to announce that Mr. Li, an executive Directors has been appointed as the compliance officer of the Company with effect from 30 May 2008.

The Board would like to take this opportunity to express its appreciation to Mr. Wong and Mr. Guo for their contributions to the Company during the terms of their services and welcome Mr. Li and Mr. Fung to join the Board.

By order of the Board  
**Ming Kei Energy Holdings Limited**  
**Mr. Guo Xu**  
Chairman

Hong Kong, 29 May 2008

# *The English transliteration of the Chinese names in this announcement, where indicated, is included for information purpose only and should not be regarded as the official English names of such Chinese names.*

*Made by the order of the Board, the Directors of which collectively and individually accept responsibility for the accuracy of this announcement.*

*As at the date of this announcement, the executive Directors are Mr. Yeung Leung Kong, Mr. Cheung King Shan, Mr. Guo Xu, Mr. Cheung Chi Hwa, Justin and Mr. Li Hai and the independent non-executive Directors are Mr. Wong Ming, Kerry, Mr. Tam Chak Chi and Mr. Sung Wai Tak, Herman.*

*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: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company’s website at [www.mingkeienergy.com](http://www.mingkeienergy.com).*