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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)

RESIGNATION AND APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN

The Board announced that Mr. Guo has resigned as an executive Director and the chairman of the Group respectively with effect from 3 November 2008 due to other business engagements which require more of his attention; and the Board is pleased to announce that Mr. Wong will be appointed as an executive Director and the chairman of the Group respectively with effect from 3 November 2008.

RESIGNATION AND APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN

The board (the “**Board**”) of directors (the “**Directors**”) of Ming Kei Energy Holdings Limited (the “**Company**”) and its subsidiaries (collectively refer to as the “**Group**”) announced that Mr. Guo Xu (“**Mr. Guo**”) has resigned as an executive Director and the chairman of the Group respectively with effect from 3 November 2008 due to other business engagements which require more of his attention. Mr. Guo has confirmed that he has no disagreements with the Board and there is no other matters regarding to his resignation which needs to be brought to the attention of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board is pleased to announce that Mr. Wong Wai Sing (“**Mr. Wong**”) will be appointed as an executive Director and the chairman of the Group respectively with effect from 3 November 2008. The biographical details of Mr. Wong are as follows:

Mr. Wong Wai Sing

Mr. Wong, aged 23, is an associate member of the Hong Kong Institute of Directors. Mr. Wong holds a bachelor’s degree in science from the Canterbury University, England and also completed a certificate of three-tiers’ integrate coal mine’s safety# (三級煤礦安全技術綜合考試) from the Bureau of Xinjiang Coal Mine Safety Supervision, People’s Republic of China# (中國新疆煤礦安全監察局). Mr. Wong has over 2 years of experiences in mining, natural resources industry and coal trading experiences.

* For identification purposes only

As of the date of this announcement, Mr. Wong has taken up the management role as the director of a number of subsidiaries of the Company, namely, Ming Kei Kai Yuan Investment Company Limited, 木壘縣凱源煤炭有限責任公司 (Mulei County Kai Yuan Coal Company Limited)[#] and 奇台縣澤旭商貿有限責任公司 (Qitai County Zexu Trading Enterprise Limited)[#] respectively.

Mr. Wong is also the legal representative of both 木壘縣凱源煤炭有限責任公司 (Mulei County Kai Yuan Coal Company Limited)[#] and 奇台縣澤旭商貿有限責任公司 (Qitai County Zexu Trading Enterprise Limited)[#] respectively.

Prior to joining this Company, Mr. Wong was a consultant of a Hong Kong based medium size certified public accountants firm.

Mr. Wong is interested in 80,000,000 shares of the Company (representing approximately 3.03% of the issued share capital of the Company), Mr. Wong is also interested in 50% of Ming Kei International Holding Company Limited, a substantial shareholder of the Company, which is interested in 339,000,000 shares of the Company (representing approximately 12.84% of the issued share capital of the Company), as such, Mr. Wong is deemed to be a substantial shareholder of the Company, interested in 419,000,000 shares of the Company (representing approximately 15.87% of the issued share capital of the Company).

Save as disclosed above, Mr. Wong did not hold any other positions in the Company and its subsidiaries and did not hold any directorships in any other listed companies on the Stock Exchange and any other stock exchange during the three years preceding the date of this announcement.

Mr. Wong has entered into a letter of appointment with the Company for an initial term of one year commencing on 3 November 2008. His appointment is subject to retirement by rotation and/or re-election in accordance with the articles of association of the Company. Pursuant to the terms of his letter of appointment, Mr. Wong is entitled to a monthly fee of HK\$60,000 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.

Save as disclosed above, Mr. Wong is not connected with any other Directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Group or any of their respective associates. Save as disclosed above, Mr. Wong does not have any other interests of the securities in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matters about Mr. Wong 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 in GEM (the “**GEM Listing Rules**”) nor are there other matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

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

By order of the Board of
Ming Kei Energy Holdings Limited
Mr. Tsang Ho Ka, Eugene
Company Secretary

[#] *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.*

Hong Kong, 31 October 2008

As at the date of this announcement, the executive Directors are Mr. Guo Xu, Mr. Cheung King Shan, Mr. Li Qing, Ms. Yick Mi Ching Dawnibilly and Mr. Tsang Ho Ka, Eugene and the independent non-executive Directors are Mr. Fung Ho Yin, Mr. Sung Wai Tak, Herman and Mr. Chung Ho Tung.

This announcement, for which the Directors collectively and individually accept 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) 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 “Latest Company Announcement” page of the GEM website (www.hkgem.com) for at least 7 days of its posting and the Company’s website at www.mingkeienergy.com.