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Ming Kei Energy Holdings Limited

明基能源控股有限公司*

(to be renamed as Ming Kei Holdings Limited 明基控股有限公司*)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8239)

PROFIT WARNING

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rule.

The Board wishes to inform the shareholders of the Company and potential investors that based on the Management Accounts, it is expected that the net loss of the Group for the six months ended 30 September 2009 is expected to increase significantly as compared with that for the corresponding period in 2008.

The information as contained in this announcement is only the preliminary assessment by the Company based on the Management Accounts which has not been confirmed nor audited by the Company's auditor.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

This announcement is made by 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**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Group is principally engaged in investment holding and property investment in Hong Kong and the People's Republic of China respectively.

The Board wishes to inform the shareholders of the Company and potential investors that based on the Group's management accounts for the six months ended 30 September 2009 (the “**Management Accounts**”), it is expected that the net loss of the Group for the six months ended 30 September 2009 is expected to increase significantly as compared with that for the corresponding period in 2008.

* For identification purposes only

Such expected increase of the net loss of the Group for the six months ended 30 September 2009 was mainly attributable to (i) the record of no revenue from the mining segment after 3 July 2009 as a result of the completion of the disposal (the “**Disposal**”) of 51% of equity interest in the Star Fortune International Investment Company Limited (the “**Star Fortune**”); (ii) the record of estimated loss on the Disposal of Star Fortune amounted to approximately HK\$6.9 million and; (iii) the increase of the Group’s administrative expenses.

Despite the significantly increase of the net loss of the Group for the six months ended 30 September 2009, the Board considers that the Group’s overall financial positions are healthy and the Board remains positive on the prospects of the Group. Notwithstanding the foregoing, as at 30 September 2009, the Board confirms that the Group makes no investment in any financial derivatives, foreign exchange contracts, interest or currency swaps, hedgings or other financial arrangements for hedging purposes to reduce any currency risk nor made any over-the counter contingent forward transactions. The Board would like to emphasize that the Group’s financial positions remain stable and has sufficient cash resources to meet its present and future cash flow requirements. The Board will constantly keep reviewing the Group’s strategies and operations with a view to improve its business performance and Company’s shareholders’ return.

The Company is still in the process of finalizing the Group’s interim results for the six months ended 30 September 2009. The information as contained in this announcement is only the preliminary assessment by the Company based on the Management Accounts which has not been confirmed nor audited by the Company’s auditor.

Shareholders and potential investors of the Company should read the interim results’ announcement for the six months ended 30 September 2009 carefully, which is expected to be published on 10 November 2009.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board of
Ming Kei Energy Holdings Limited
Mr. Tsang Ho Ka, Eugene
Chief Executive Officer and Executive Director

Hong Kong, 30 October 2009

As at the date of this announcement, the Company’s executive Directors are Ms. Yick Mi Ching Dawnibilly, Mr. Tsang Ho Ka, Eugene and Mr. Luk Yue Kan, the Company’s non-executive Directors are Mr. Wong Wai Sing and Mr. Kinley Lincoln James Lloyd, and the Company’s independent non-executive Directors are Mr. Sung Wai Tak, Herman, Mr. Chung Ho Tung and Mr. Kwok Kam Tim.

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.