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Ming Kei Holdings Limited

明基控股有限公司*

(formerly known as Ming Kei Energy Holdings Limited

明基能源控股有限公司)*

(incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8239)

COMPLETION OF PRIVATE PLACING OF NON-LISTED WARRANTS

The Board is pleased to announce that completion of the Warrant Placing took place on 15 January 2010 in accordance with the terms of the Warrant Placing Agreements. An aggregate of 10,560,000 Warrants had been issued to the Subscribers at the Warrant Issue Price of HK\$0.19 per Warrant.

Reference is made to the announcement of the Company dated 29 December 2009 (the “**Announcement**”) in relation to the Warrant Placing. Unless otherwise stated, terms used in this announcement shall have the same meanings as defined in the Announcement.

The Board is pleased to announce that, with all conditions of the Warrant Placing having been fulfilled, in particular, the listing approval for the New Shares having been granted by the GEM Listing Committee of the Stock Exchange, completion of the Warrant Placing took place on 15 January 2010 in accordance with the terms of the Warrant Placing Agreements. An aggregate of 10,560,000 Warrants had been issued to the Subscribers at the Warrant Issue Price of HK\$0.19 per Warrant.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Subscribers and their ultimate beneficial owners are third parties independent of the Company and connected persons of the Company (as defined under the GEM Listing Rules). As at the date of this announcement, the Company has 52,800,000 Shares in issue. Assuming full exercise of the subscription rights attaching to the Warrants, a total of 10,560,000 New Shares will be issued, representing (i) approximately 20% of the issued share capital of the Company as at the date of this announcement; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the New Shares.

* For identification purpose only

Below is the shareholding structure of the Company immediately before and after the full exercise of subscriptions right attaching to the Warrants based on the best of the Directors' knowledge:

Shareholders	As at the date of this announcement		Immediately after full exercise of the subscription rights attaching to the Warrants	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Ming Kei International Holding Company Limited (<i>Note 1</i>) (the "Ming Kei")	6,780,000	12.84	6,780,000	10.70
Wong Wai Sing (<i>Note 1</i>) ("Mr. Wong")	3,252,200	6.16	3,252,200	5.13
Lonestar Group Limited (<i>Note 2</i>) (the "Lonestar")	200,000	0.38	200,000	0.32
Mr. Luk Yue Kan (<i>Note 3</i>)	1,200	0.00	1,200	0.00
The First Subscriber	–	–	4,224,000	6.67
The Second Subscriber	–	–	4,752,000	7.50
The Third Subscriber	–	–	1,584,000	2.50
Public	<u>42,566,600</u>	<u>80.62</u>	<u>42,566,600</u>	<u>67.18</u>
Total	<u>52,800,000</u>	<u>100.00</u>	<u>63,360,000</u>	<u>100.00</u>

Notes:

1. Ming Kei is wholly and beneficially owned by Mr. Wong, a non-executive Director and a sole executive director of Ming Kei. Therefore Mr. Wong is deemed to be interested in the shares of Ming Kei.
2. Lonestar is wholly and beneficially owned by Mr. Tsang Ho Ka, Eugene, an executive Director.
3. Mr. Luk Yue Kan, an executive Director.

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

Hong Kong, 15 January 2010

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

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.mingkeiholdings.com.