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Ming Kei Holdings Limited **明基控股有限公司***

(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 14 September 2010 in accordance with the terms of the Warrant Placing Agreements. An aggregate of 15,000,000 Warrants had been issued to the Subscribers at the Warrant Issue Price of HK\$0.24 per Warrant.

Reference is made to the announcement of the Company dated 2 September 2010 (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 14 September 2010 in accordance with the terms of the Warrant Placing Agreements. An aggregate of 15,000,000 Warrants had been issued to the Subscribers at the Warrant Issue Price of HK\$0.24 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 79,401,047 Shares in issue. Assuming fully exercise of the subscription rights attaching to the Warrants, a total of 15,000,000 New Shares will be issued, representing (i) approximately 18.89% of the issued share capital of the Company as at the date of this announcement; and (ii) approximately 15.90% 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 fully 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 fully exercise of the subscription rights attaching to the Warrants	
	Number of Approximate Shares	%	Number of Approximate Shares	%
Ming Kei International Holding Company Limited (<i>Note 1</i>) (the "Ming Kei")	10,360,838	13.05	10,360,838	10.98
Mr. Wong Wai Sing (<i>Note 1</i>) ("Mr. Wong")	252,200	0.32	252,200	0.27
Lonestar Group Limited (<i>Note 2</i>) (the "Lonestar")	200,000	0.25	200,000	0.21
Ms. Wong Ka Man	9,000,000	11.33	9,000,000	9.53
The First Subscriber	–	–	5,000,000	5.30
The Second Subscriber	–	–	5,000,000	5.30
The Third Subscriber	–	–	5,000,000	5.30
Public Shareholders	<u>59,588,009</u>	<u>75.05</u>	<u>59,588,009</u>	<u>63.11</u>
Total	<u>79,401,047</u>	<u>100.00</u>	<u>94,401,047</u>	<u>100.00</u>

Notes:

- Ming Kei is wholly and beneficially owned by Mr. Wong Wai Sing, a non-executive Director and a sole executive director of Ming Kei. Therefore Mr. Wong Wai Sing is deemed to be interested in the Shares Ming Kei is interested in.
- Lonestar is wholly and beneficially owned by Mr. Tsang Ho Ka, Eugene, an executive Director and a sole executive director of Lonestar.

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

Hong Kong, 14 September 2010

As at the date of this announcement, the executive Directors are Ms. Yick Mi Ching Dawnibilly and Mr. Tsang Ho Ka, Eugene, 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 or deceptive; and (ii) there are no other matters the omission of which would make any statement in this announcement misleading.

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.