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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)

(1) POLL RESULT OF THE SPECIAL GENERAL MEETING HELD ON 24 JANUARY 2011; (2) NUMBER OF BONUS SHARES TO BE ISSUED; AND (3) ADJUSTMENTS TO THE SHARE OPTIONS AND NON-LISTED WARRANTS

The Board is pleased to announce that the resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the SGM held on 24 January 2011.

Reference is made to the circular (the “**Circular**”) of Ming Kei Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) dated 7 January 2011. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULT OF THE SGM

At the SGM held on 24 January 2011, the proposed resolution as set out in the Notice was taken by poll. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

As at the date of SGM, the total number of issued Shares in the Company was 84,401,047 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the SGM. No Shareholder was entitled to attend and vote only against any resolution at the SGM.

* For identification purposes only

The Board is pleased to announce that the proposed resolution was duly passed by the Shareholders by way of poll at the SGM. The poll result of the resolution was as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	To approve the Bonus Issue.	22,807,838 (100)	0 (0)

NUMBER OF BONUS SHARES TO BE ISSUED

As at the Record Date, there are 84,401,047 Shares in issued, and accordingly 84,401,047 Bonus Shares will be issued pursuant to the Bonus Issue. The dealings of the Bonus Shares is expected to commence on Monday, 7 February 2011 and the Change in Board Lot Size from 1,000 Shares to 2,000 Shares per board lot will also become effective on the same day.

As stated in the paragraph headed “2. PROPOSED BONUS ISSUE – Overseas Shareholders” of the Circular, the Company will make further announcement in respect of the details of the Overseas Shareholders (if any) (including the number of the Overseas Shareholders (if any) and their jurisdictions) as at the Record Date, i.e. 24 January 2011 .

As at the Record Date, there was no Shareholders whose address as shown on the Registrar the extention of the Bonus Issue to them is prohibited by virtue of legal restrictions under the laws of the jurisdiction to which they are subject. Therefore, all Shareholders are entitled to participate in the Bonus Issue.

ADJUSTMENTS TO THE SHARE OPTIONS AND NON-LISTED WARRANTS

As a result of the Bonus Issue, upon completion of the Bonus Issue, adjustments will be made to the unexercised Warrants and outstanding Options as follows:

Pursuant to the terms and conditions of the share option scheme (the “Scheme”) in respect of the Options conditionally adopted by the Company on 26 October 2002, the exercise price of the Options will be adjusted from HK\$1.51 per Share to HK\$0.755 per Share and the total number of Shares to be allotted and issued upon full exercise of the outstanding Options will be adjusted from 7,940,104 Shares to 15,880,208 Shares.

The subscription price of the Warrants will be adjusted in accordance with the terms and conditions of the instrument (the “Instrument”) executed by the Company on 2 September 2010 from HK\$0.92 per Warrant to HK\$0.46 per Warrant and the total number of Shares to be allotted and issued upon full exercise of the unexercised Warrants will be adjusted from 10,000,000 Shares to 20,000,000 Shares.

BDO Limited, the auditors (the “Auditors”) of the Company, has issued a report of factual findings addressed to the Board on agreed-upon procedures performed on the computation in respect of the adjustments to the exercise price and the number of outstanding Options,

stating that the aforesaid computation is mathematically accurate and in compliance with the supplemental guidance issued by the Stock Exchange on 5 September 2005. The Auditors also issued a report of factual findings addressed to the Board on agreed-upon procedures performed on the computation in respect of the adjustments to the subscription price and the number of unexercised Warrants, stating that the aforesaid computation is mathematically accurate and in accordance with the Instrument.

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

Hong Kong, 24 January 2011

As at the date of this announcement, the Company's executive Directors are Ms. Yick Mi Ching, Dawnibilly and Mr. Tsang Ho Ka, Eugene and the non-executive Director is Mr. Wong Wai Sing and the independent non-executive Directors are Mr. Kinley Lincoln James Lloyd, Mr. Sung Wai Tak, Herman 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and 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 of its posting and the Company's website at www.mingkeiholdings.com.