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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)

**CHANGE OF EXECUTIVE DIRECTORS,
INDEPENDENT NON-EXECUTIVE DIRECTORS,
MEMBERS OF THE AUDIT COMMITTEE,
THE REMUNERATION COMMITTEE,
AND THE NOMINATION COMMITTEE
AND
CHANGE OF CHAIRMAN OF THE AUDIT COMMITTEE**

The Board announces the following with effect from 9 October 2013:

1. the resignation of Mr. Chow as an executive Director and Mr. Ho as an independent non-executive Director, the Chairman of the Audit Committee and a member of the Audit Committee, Nomination Committee and Remuneration Committee;
2. the appointment of Mr. Han as an executive Director and Mr. Du as an independent non-executive Director, and a member of the Audit Committee, Nomination Committee and Remuneration Committee; and
3. the appointment of Mr. Kwok as the Chairman of the Audit Committee.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Ming Kei Holdings Limited (the “**Company**”) announces the resignation (the “**Resignation A**”) of Mr. Chow Pak Wah, Oliver (“**Mr. Chow**”) as an executive Director and the resignation (the “**Resignation B**”) of Mr. Ho Chi Wai (“**Mr. Ho**”) as an independent non-executive Director, the chairman (the

* For identification purposes only

“**Chairman**”) of the audit committee (the “**Audit Committee**”) of the Company and a member of the Audit Committee, nomination committee (the “**Nomination Committee**”) and remuneration committee (the “**Remuneration Committee**”) of the Company with effective from 9 October 2013 as they would like to devote more time for their other business commitments which require more of their dedications.

Mr. Chow and Mr. Ho have confirmed that they have no disagreement with the Board and there is no other matter relating to the Resignation A and Resignation B respectively that needs to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chow and Mr. Ho for their valuable contributions to the Company during their tenure of service and wish them all the best in the future.

Following the Resignation A and the Resignation B, the Board further announces the appointment (the “**Appointment A**”) of Mr. Han Jianli (“**Mr. Han**”) as an executive Director and the appointment (the “**Appointment B**”) of Mr. Du Hui (“**Mr. Du**”) as an independent non-executive Director, the member of the Audit Committee, Nomination Committee and Remuneration Committee with effective from 9 October 2013.

Mr. Han, aged 48, has over 20 years of experience in money lending business in the People’s Republic of China (the “**PRC**”). Mr. Han is currently the risk controller of Zhong Wei (Beijing) Credit Management Company Limited Weijinsuo Platform[#] (中微(北京)信用管理有限公司微金所平台) since May 2013. Prior to that, Mr. Han was an Intermediate Account Manager in the Industrial and Commercial Bank of China Limited, Haidian branch’s Credit Department[#] (中國工商銀行海澱支行信貸部) from 1992 to 2006, was a vice president in Zhong Hui Guarantee Company Limited[#] (中慧擔保有限公司) from 2006 to 2010, and was a vice general manager in Beijing Shi Guo Xu Microfinance Company Limited[#] (北京市國旭小額貸款有限公司) from 2010 to May 2013. Mr. Han graduated in 1987 from the Military Institute of Physical Education of The People’s Liberation Army[#] (中國人民解放軍軍事體育學院), with three academic years of physical education instructor (staff) training[#] (體育專業體育教員(參謀)培訓三年學制大專修業).

Mr. Du, aged 40, has over 10 years of experience in financial management in the PRC. Mr. Du is currently the sales controller of Beijing Lanxum Technology Company Limited[#] (北京立思辰科技股份有限公司) (the “**Beijing Lanxum**”), a company listed on the Chinext of Shenzhen Stock Exchange (stock code: SHE:300010), since December 2010. Prior to that, Mr. Han was a financial controller in the Beijing Lanxum from 2002 to November 2010. Mr. Han graduated in 1998 from Sun Yat-sen University[#] (中山大學) with a bachelor’s degree in laws and graduated in 2002 from Renmin University of China[#] (中國人民大學), with an undergraduate degree in Accounting.

Mr. Han and Mr. Du have respectively entered into a letter of appointment with the Company for an initial term of one year commencing on 9 October 2013. Their appointments are subject to the provisions of retirement and rotation of Directors under the bye-laws of the Company. Pursuant to the terms of the letter of appointment, Mr. Han and Mr. Du are entitled to an annual Director's fee of HK\$240,000 and HK\$180,000 respectively which is determined with reference to the market rate and their time, effort and expertise to be exercised on the Group's affairs and the Company's remuneration policy.

Save as disclosed in this announcement, Mr. Han and Mr. Du (i) did not hold any other positions in our Company or its subsidiaries as of the date of this announcement; (ii) had no other relationship with any Directors, senior management or substantial or Controlling Shareholders as of the date of this announcement; and (iii) did not hold any other directorships in listed public companies in the three years prior to the date of this announcement. As of the date of this announcement, each of our Directors did not have any interest in the Shares within the meaning of Part XV of the Securities and Future Ordinance.

Save as disclosed herein, to the best of the knowledge, information and belief of our Directors having made all reasonable enquiries, there was no other matters with respect to the Appointment A and Appointment B that needs to be brought to the attention of the Shareholders and there was no information relating to our Directors that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on Growth Enterprise Market of The Stock Exchange of Hong Kong Limited as of the date of this announcement.

Following the Resignation B, the board further announces that Mr. Kowk Kam Tim ("**Mr. Kwok**"), the independent non-executive Director will be appointed as the Chairman of the Audit Committee.

The Board would like to extend its welcome to Mr. Han and Mr. Du on the Appointment A and Appointment B respectively.

By Order of the Board
Ming Kei Holdings Limited
Mr. Wong Wai Sing
Chairman and Executive Director

Hong Kong, 9 October 2013

As at the date of this announcement, the executive Directors are Mr. Wong Wai Sing, Mr. Ho Pui Tin, Terence and Mr. Han Jianli, the non-executive Director is Mr. Tsang Ho Ka, Eugene, and the independent non-executive Directors are Mr. Kwok Kam Tim, Mr. Chen Yihua and Mr. Du Hui.

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 herein or 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 <http://www.mingkeiholdings.com>.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.

The English translations of Chinese names in this announcement, where indicated, are included for information purpose only and should not be regarded as the official English translation names of such Chinese names or words.