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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)**

**ACHIEVEMENT OF PROFIT GUARANTEE FOR  
THE MAJOR TRANSACTION IN RESPECT OF  
THE ACQUISITION OF THE ENTIRE EQUITY INTEREST IN  
CHINA INDONESIA FRIENDSHIP COAL  
TRADING COMPANY LIMITED**

**ACHIEVEMENT OF PROFIT GUARANTEE IN RESPECT OF THE ACQUISITION**

Reference is made to the announcement of Ming Kei Holdings Limited (the “**Company**”) dated 26 August 2010 and 29 October 2010 and the circular (the “**Circular**”) of the Company dated 14 October 2010 respectively in relation the Acquisition which was completed on 29 October 2010 pursuant to the Agreement. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

Under the Acquisition, the Vendor has guaranteed to Star Coal that the Actual Profit for the period from 1 January 2011 to 31 December 2011 of China Energy shall not be less than HK\$4,000,000. Under the terms of the Acquisition, the Promissory Note which were issued on 29 October 2010 as part of the Consideration has been held by Star Coal since completion of the Acquisition and until the Profit Guarantee is satisfied.

The Board is pleased to announce that on 19 January 2012, the auditors have issued a written confirmation certifying that the Profit Guarantee has been fulfilled and accordingly, the Promissory Note was released to the Vendor.

\* *for identification purpose only*

Immediately after the issue of the written confirmation from the auditors, China Energy declared a cash dividend of HK\$4,000,000, 90% of it (HK\$3,600,000) will be for the benefit of the Group.

By order of the Board  
**Ming Kei Holdings Limited**  
**Dr., Sir Wong Wai Sing**  
*Chairman and Executive Director*

Hong Kong, 19 January 2012

*As at the date of this announcement, the executive Directors are Ms. Yick Mi Ching, Dawnibilly, Mr. Tsang Ho Ka, Eugene and Dr., Sir 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 of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 [www.mingkeiholdings.com](http://www.mingkeiholdings.com).*