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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)

EXTENSION OF MEMORANDUM OF UNDERSTANDING

The Board announces that on 13 March 2013 (after trading hours), the Supplemental Agreement has been entered into between the Potential Purchaser and the Potential Vendor to extend the Exclusivity Period for six (6) months from 13 March 2013 to the date falling on 13 September 2013. Save for the above, no other changes were made to the terms and conditions of the MOU.

This announcement is made by Ming Kei Holdings Limited (the “**Company**”) pursuant to the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) under Part XIVA of the Securities and Futures Ordinance (Cap. 571) and Rule 17.10 of the GEM Listing Rules.

Reference is made to the announcement issued by the Company dated 14 December 2012 (the “**Announcement**”) in relation to, among other things, the Proposed Acquisition. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

Pursuant to the MOU, the Potential Purchaser and its professional advisers will conduct and the Potential Vendor shall allow the Potential Purchaser and its professional advisers to conduct due diligence review on the Target Group. Subject to and depending on the results of the said review, the Potential Purchaser and the Potential Vendor intend to enter into a legally binding conditional agreement in relation to the Proposed Acquisition.

Under the MOU, it is also agreed that the Potential Vendor shall not and will cause the employees, agents and representatives and the officers of the Target Group not to, at any time during the three (3) month period (the “**Exclusivity Period**”) commencing on the date of the MOU, initiate or continue negotiations or discussions with or enter into any agreement or letter of intent or memorandum of understanding with any person or entity with respect to the sale of the equity interest in or business of any of the members of the Target Group other than the Potential Purchaser and/or the Group.

The Board announces that as more time is required for conducting the due diligence review on the Target Group, the Potential Purchaser and the Potential Vendor mutually agreed by an extension agreement (the “**Supplemental Agreement**”) dated 13 March 2013 (after trading hours) to extend the Exclusivity Period for six (6) months from 13 March 2013 to the date falling on 13 September 2013. Save for the above, no other changes were made to the MOU.

The Board considers the entering into of the Supplemental Agreement is in the interests of the Company and the Shareholders as a whole.

The Board wishes to emphasize that no legally-binding agreement in relation to the Proposed Acquisition was entered into as at the date of this announcement. As such, the Proposed Acquisition may or may not proceed. If the Proposed Acquisition is materialised, it will unlikely constitute a notifiable transaction on the part of the Company. **Shareholders and investors are urged to exercise caution when dealing in the securities of the Company.**

Further announcement in respect of the Proposed Acquisition will be made by the Company in the event when a formal agreement in relation to the Proposed Acquisition has been signed.

By Order of the Board
Ming Kei Holdings Limited
Ho Pui Tin, Terence
Chief Executive Officer and Executive Director

Hong Kong, 13 March 2013

As at the date of this announcement, the executive Directors are Mr. Ho Pui Tin, Terence and Mr. Chow Pak Wah, Oliver, the non-executive Directors are Mr. Wong Wai Sing and Mr. Tsang Ho Ka, Eugene, and the independent non-executive Directors are Mr. Kwok Kam Tim, Mr. Ho Chi Wai and Ms. Cui Ying.

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 "Latest Company Announcements" page of the GEM website (www.hkgem.com) for at least 7 days from the date of its posting and the Company's website at www.mkhld.com.

** For identification purposes only*