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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)

POLL RESULTS OF THE SPECIAL GENERAL MEETING AND DESPATCH OF PROSPECTUS DOCUMENTS

The Board is pleased to announce that the Resolution set out in the Notice dated 15 May 2013 has been duly passed by poll at the SGM.

The Prospectus Documents containing, among other documents, details of the Rights Issue, including information on dealing in and transfers and acceptances of the Rights Shares and other information in respect of the Company, are expected to be despatched to the Qualifying Shareholders on 17 June 2013.

Reference is made to the notice of SGM (the “**Notice**”) and the circular (the “**Circular**”) of the Ming Kei Holdings Limited (the “**Company**”) dated 15 May 2013. Capitalised terms used in this announcement shall have the same meanings as those defined in the Notice and Circular unless otherwise specified herein.

POLL RESULTS OF THE SGM

The SGM was held on 3 June 2013 at 11:00 a.m. to consider the resolution (the “**Resolution**”) approving the Rights Issue and the transactions contemplated thereunder. The Board is pleased to announce that the Resolution as set out in the Notice has been duly passed by way of poll. The poll results of the Resolution proposed at the SGM was as follows:

Ordinary Resolution ^{Note}		Number of votes (%)	
		For	Against
1.	To approve the Rights Issue and the transactions contemplated thereunder	61,126,000 (100.000%)	0 (0.000%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Note: Please refer to the Notice for full version of the Resolution.

As at the date of the SGM, the total number of issued Shares was 504,523,297. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution was therefore 504,523,297.

As stated in the Circular, pursuant to Rule 10.29(1) of the GEM Listing Rules, the Rights Issue must be made conditional on approval by the Shareholders in the SGM on which any of the controlling Shareholders and their associates or, where there are no controlling Shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour. As at the date of the SGM, the Company had no controlling Shareholders. Mr. Wong Wai Sing, being the non-executive Director, and their respective associates which together interested in 112,076 Shares, representing approximately 0.02% of the issued share capital of the Company as at the date of SGM, were required to, and did, abstain from voting in favour on the Resolution.

** For identification purposes only*

The Company's Hong Kong branch share registrar, Tricor Tengis Limited, was appointed as the scrutineer for purpose of vote-taking at the SGM.

DESPATCH OF PROSPECTUS DOCUMENTS

The Prospectus Documents containing, among other documents, details of the Rights Issue, including information on dealing in and transfers and acceptances of the Rights Shares and other information in respect of the Company, are expected to be despatched to the Qualifying Shareholders on 17 June 2013.

The latest time for acceptance of and payment for the Rights Shares is expected to be 4:00 p.m. on Tuesday, 2 July 2013.

Dealings in the Rights Shares in nil-paid form will take place from Wednesday, 19 June 2013 to Wednesday, 26 June 2013 (both dates inclusive). If any of the conditions of the Rights Issue are not fulfilled on or before 4:00 p.m. on Friday, 5 July 2013 or such time and/or date as may be agreed between the Company and the Underwriter, or the Underwriting Agreement is terminated, the Rights Issue will not proceed and the Rights Issue will lapse.

Any person contemplating buying or selling the Shares from the date of this announcement up to the date on which all the conditions of the Rights Issue are fulfilled, and any dealings in the Rights Shares in their nil-paid form between Wednesday, 19 June 2013 to Wednesday, 26 June 2013 (both dates inclusive), bears the risk that the Rights Issue may not become unconditional and may not proceed.

Any Shareholder or other persons contemplating to deal in the Shares or nil-paid Rights Shares, who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional advisers.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares and the nil-paid Rights Shares up to the date when the conditions of the Right Issue are fulfilled.

By Order of the Board
Ming Kei Holdings Limited
Ho Pui Tin, Terence

Chief Executive Officer and Executive Director

Hong Kong, 3 June 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 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.mkhld.com.

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