

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



# 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 ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) and the circular (the “**Circular**”) of the Ming Kei Holdings Limited (the “**Company**”) dated 27 June 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 AGM

At the AGM held on 2 August 2013, all proposed resolutions (the “**Resolutions**”) as set out in the Notice were taken by poll. The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders as ordinary resolutions by way of poll at the AGM. The poll results in respect of the Resolutions were as follows:

Ordinary Resolutions <sup>Note 1</sup>		Number of votes (%)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the Directors and auditor of the Company for the year ended 31 March 2013	120,004,000 (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.		
2.	(a) To re-elect Mr. Wong Wai Sing as a non-executive Director <sup>Note 2</sup>	120,004,000 (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.		
	(b) To re-elect Mr. Tsang Ho Ka, Eugene as a non-executive Director	120,004,000 (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.		
	(c) To re-elect Mr. Kwok Kam Tim as an independent non-executive Director	120,004,000 (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.		
	(d) To authorise the board (the “ <b>Board</b> ”) of Directors to fix the Directors’ remuneration	120,004,000 (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.		
3.	To re-appoint BDO Limited as the auditor of the Company and to authorise the Board to fix its remuneration	120,004,000 (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.		
4.	To grant the general mandate to issue additional Shares not exceeding 20% of the issued share capital of the Company	120,004,000 (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.		

5.	To grant the general mandate to repurchase Shares not exceeding 10% of the issued share capital of the Company	120,004,000 (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.		
6.	To add the nominal value of the Shares repurchased pursuant to resolution no. 5 to the general mandate granted to the Directors under resolution no. 4	120,004,000 (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.		

Notes:

- 1) Please refer to the Notice for full version of the Resolution.
- 2) Further reference is made to the announcement (the “**Re-designation Announcement**”) of the Company dated 15 July 2013 in relation to, among other things, the re-designation (the “**Re-designation**”) of Mr. Wong Wai Sing (“**Mr. Wong**”) as the chairman and executive Director with effect from 15 July 2013. Following the resolution no. 2(a) was passed as an ordinary resolution, Mr. Wong shall forthwith be re-elected as the chairman and executive Director.

*The biographical details of Mr. Wong were set out in the Re-designation Announcement and the Appendix II of the Circular. Except for the Re-designation, the original terms and conditions of appointment of Mr. Wong with the Company remain unchanged. Mr. Wong has entered into a letter of appointment with the Company for an initial term of one year commencing on 3 November 2008 and shall continue thereafter until terminated by either party giving to the other not less than one month notice in writing.*

*Save as disclosed herein, there is no matter that needs to be brought to the attention of the Shareholders, nor is there any information required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules.*

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

As at the date of AGM, the total number of issued shares in the Company was 655,880,284 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shares requiring the Shareholders to abstain from voting at the AGM under the GEM Listing Rules. No parties were indicated in the Circular that they intended to vote against or to abstain from voting on any Resolutions at the AGM.

By Order of the Board  
**Ming Kei Holdings Limited**  
**Chow Pak Wah, Oliver**  
Executive Director

Hong Kong, 2 August 2013

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

*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](http://www.mkhld.com).*

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

*\* For identification purposes only*