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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)

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

The Board is pleased to announce that Mr. Chan, Mr. Ho and Mr. Ng have been appointed as independent non-executive Directors, members of the audit committee, nomination committee and remuneration committee of the Company respectively with effect from 1 March 2012.

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of the Ming Kei Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”).

The Board is pleased to announce that Mr. Chan Kin Sang (“**Mr. Chan**”), Mr. Ho Kam Chuen, Alex (“**Mr. Ho**”) and Mr. Ng Wing Hang (“**Mr. Ng**”) have been appointed as independent non-executive Directors, members of the audit committee, nomination committee and remuneration committee of the Company with effect from 1 March 2012 respectively.

The biographical details of Mr. Chan are as follows:

Mr. Chan, aged 60, is the sole proprietor of Messrs. Peter K.S. Chan & Co., Solicitors and Notaries and has been a practising solicitor in Hong Kong since 1982. Mr. Chan graduated from the University of Hong Kong with a bachelor’s degree in laws in 1979. Mr. Chan was admitted as a notary public in 1997 and as a People’s Republic of China (the “**PRC**”) appointed attesting officer in 2000 and also he is a fellow of the Hong Kong Institute of Directors.

* For identification purposes only

Mr. Chan is currently the independent non-executive directors of the following Hong Kong and overseas' listed companies:

Name of company:	Stock code:	Period of appointment:
<p>People's Food Holdings Limited</p> <p><i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Singapore Exchange Securities Trading Limited (the "Singapore Stock Exchange"))</i></p>	P05	February 2001 – present
<p>China Precious Metal Resources Holdings Co., Limited</p> <p><i>(a company incorporated in Cayman Islands with limited liability and listed on the main board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"))</i></p>	1194	June 2004 – present
<p>Luxking Group Holdings Limited</p> <p><i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Singapore Stock Exchange)</i></p>	L34	June 2005 – present
<p>International Taifeng Holdings Limited</p> <p><i>(a company incorporated in Cayman Islands with limited liability and listed on the main board of the Stock Exchange)</i></p>	873	November 2009 – present

Mr. Chan is currently the non-executive directors of the following Hong Kong and overseas' listed companies:

Name of company:	Stock code:	Date of appointment
Pan Hong Property Group Limited <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Singapore Stock Exchange)</i>	P36	August 2006 – present
United Pacific Industries Limited <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange)</i>	176	January 2011 – present
Combest Holdings Limited <i>(a company incorporated in Cayman Islands with limited liability and listed on the Growth Enterprise Market (the “GEM”) of the Stock Exchange)</i>	8190	June 2011 – present
Pacific Plywood Holdings Limited <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange)</i>	767	December 2011 – present

Mr. Chan was the independent non-executive directors of the following Hong Kong and overseas listed companies held in the past 3 years since the date of this announcement:

Name of company:	Stock code:	Period of appointment:
Sunray Holdings Limited <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Singapore Stock Exchange)</i>	S38	September 2002 – September 2010
China CBM Group Limited (formerly known as Dynamic Energy Holdings Limited) <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange)</i>	578	April 2004 – April 2010
Combest Holdings Limited <i>(a company incorporated in Cayman Islands with limited liability and listed on the GEM of the Stock Exchange)</i>	8190	September 2004 – June 2011
New Smart Energy Holdings Limited <i>(a company incorporated in Hong Kong with limited liability and listed on the main board of the Stock Exchange)</i>	91	July 2006 – September 2009
Wai Chun Group Holdings Limited [#] <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange)</i>	1013	November 2007 – August 2008
Pacific Plywood Holdings Limited <i>(a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange)</i>	767	April 2010 – December 2011

[#] During the period from 1 November 2007 to 20 August 2008, Mr. Chan was appointed as an independent non-executive director of Plus Holdings Limited (now renamed as Wai Chun Group Holdings Limited (Stock Code: 1013)), a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange (the “**Target Company**”). At that time, the Target Company was engaged in the business of information technology and its shares were suspended for trading due to an outstanding petition for winding up commenced on 15 November 2006 for an outstanding amount of US\$900,000 and the appointment of a provisional liquidator. Mr. Chan was appointed to sit on the audit committee formed in compliance with the requirements for resumption of trading. On 20 August 2008, the winding up petition was dismissed and the provisional liquidator was discharged.

Mr. Chan was the non-executive director of Mayer Holdings Limited, a company incorporated in Cayman Islands with limited liability and listed on the main board of the Stock Exchange (stock code: 1116) from June 2010 – December 2011.

The biographical details of Mr. Ho are as follows:

Mr. Ho, aged 49, holds a diploma in legal studies from the Hong Kong University School of Professional and Continuing Education. Mr. Ho was an executive director of Oriental Ginza Holdings Limited, a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange (stock code: 996). Mr. Ho was also a deputy general manager of China Power New Development Company Limited, a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange (stock code: 735). Mr. Ho has a wide range of experience in property investment, retail-related consultancy and management services, research and development, manufacturing and sale of high clean unleaded gasoline and diesel as well as development, construction, operation and management of clean energy power plants, *including but not limited to*, wind power generation, hydro power generation, waste-to-energy power generation, natural gas power generation and solar power generation, in the PRC.

The biographical details of Mr. Ng are as follows:

Mr. Ng, aged 59, is a practising Certified Public Accountant in Hong Kong and is the managing director of Pan-China (H.K.) CPA Limited, a certified public accountants firm in Hong Kong. Mr. Ng also serves as an independent non-executive director of Shenyin Wanguo (H.K.) Limited, a company incorporated in Hong Kong with limited liability and listed on the main board of the Stock Exchange (stock code: 218) and Far East Hotels and Entertainment Limited, a company incorporated in Hong Kong with limited liability and listed on the main board of the Stock Exchange (stock code: 37). During the past three years since the date of this announcement, Mr. Ng also served as an independent non-executive director of China CBM Group Limited (formerly known as Dynamic Energy Holdings Limited), a company incorporated in Bermuda with limited liability and listed on the main board of the Stock Exchange (stock code: 578) from April 2004 – April 2010.

Mr. Chan, Mr. Ho and Mr. Ng have respectively entered into a letter of appointment with the Company for an initial term of one year commencing on 1 March 2012. 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. Chan, Mr. Ho and Mr. Ng are entitled to a monthly Director's fee of HK\$10,000 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.

Mr. Chan, Mr. Ho and Mr. Ng have confirmed that, during the past 3 years since the date of this announcement, save as disclosed above, they have not hold any other directorships in any other listed companies. Mr. Chan, Mr. Ho and Mr. Ng do not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor have any relationships with any directors, senior management or substantial or controlling shareholders of the Company and their respective associates (within the meaning of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "**GEM Listing Rules**")).

Save as disclosed above, Mr. Chan, Mr. Ho and Mr. Ng do not hold any other positions in the Company or any of its subsidiaries. There is no information relating to Mr. Chan, Mr. Ho and Mr. Ng that is required to be disclosed pursuant to Rules 17.50(2)(h)–(v) of the GEM Listing Rules.

The Board and Mr. Chan, Mr. Ho and Mr. Ng have confirmed that they are not aware of any other matters which need to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Chan, Mr. Ho and Mr. Ng to join the Company.

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

Hong Kong, 1 March 2012

As at the date of this announcement, the Company's executive Directors are Ms. Yick Mi Ching, Dawnibilly, Mr. Tsang Ho Ka, Eugene, Dr., Sir Wong Wai Sing, Mr. Chow Pak Wah, Oliver and Mr. Ho Pui Tin, Terence and the Company's independent non-executive Directors are Mr. Kwok Kam Tim, Mr. Kinley Lincoln James Lloyd, Ir. Edmund Kwok King Yan, Mr. Chan Kin Sang, Mr. Ho Kam Chuen, Alex and Mr. Ng Wing Hang.

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.