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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)

**COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

COMPLETION OF PLACING

As all the conditions of the Placing had been fulfilled, the Board announces that the Placing was completed on 18 April 2012 in accordance with the terms and conditions of the Placing Agreement dated 10 April 2012. A total of 33,760,000 Placing Shares had been successfully placed to not less than six Placees, who and whose ultimate beneficial owners were Independent Third Parties, at the Placing Price of HK\$0.28 per Placing Share.

Reference is made to the announcement (the “**Announcement**”) of Ming Kei Holdings Limited (the “**Company**”) dated 10 April 2012 in relation to, inter alia, the Placing. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF THE PLACING

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* *For identification purpose only*

CHANGE IN SHAREHOLDING STRUCTURES OF THE COMPANY

The shareholding structures of the Company (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing are as follows:

	Immediately before completion of the Placing		Immediately after the allotment and issue of the Placing Shares	
	No. of Shares	Approximate Percentage	No. of Shares	Approximate percentage
Shareholders				
Dr., Sir Wong Wai Sing (<i>Note 1</i>)	112,076	0.06	112,076	0.05
Mr. Tsang Ho Ka Eugene (<i>Note 2</i>)	7,940,104	4.04	7,940,104	3.44
Public Shareholders				
Placees	–	–	33,760,000	14.65
Other public Shareholders	<u>188,690,018</u>	<u>95.90</u>	<u>188,690,018</u>	<u>81.86</u>
Total	<u>196,742,198</u>	<u>100.00</u>	<u>230,502,198</u>	<u>100.00</u>

Notes:

1. Dr., Sir Wong Wai Sing is the chairman and an executive Director of the Company. Of the 112,076 Shares, 75,676 Shares are held by Ming Kei International Holding Company Limited, a company which is wholly and beneficially owned by Dr., Sir Wong Wai Sing, accordingly he is deemed to be interested in the 75,676 Shares.
2. Mr. Tsang Ho Ka Eugene is an executive Director.

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

Hong Kong, 18 April 2012

As at the date of this announcement, the executive Directors are Dr., Sir Wong Wai Sing, Mr. Ho Pui Tin, Terence, Mr. Tsang Ho Ka, Eugene, Ms. Yick Mi Ching, Dawnibilly, and Mr. Chow Pak Wah, Oliver and the 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 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 at <http://www.hkgem.com> on the “Latest Company Announcements” page for seven days from the date of its publication and on the website of the Company at <http://www.mingkeiholdings.com>.