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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)

RESULTS OF SPECIAL GENERAL MEETING

RESULTS OF SGM

The Board announces that the Resolution approving the Agreement and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll at the SGM held on 4 May 2012.

RESULTS OF SGM

Reference is made to the circular (the “**Circular**”) of the Company dated 18 April 2012 in relation to, among others, the disposal of the entire equity interests in Star International Business Company Limited and the Sale Loan at a total consideration of HK\$15,740,000. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

The SGM was held on 4 May 2012 to consider the resolution approving the Agreement and the transaction contemplated thereunder (the “**Resolution**”). As at the date of the SGM, the total number of Shares in issue was 230,502,198 Shares.

At the SGM, poll was demanded by the chairman for voting on the Resolution. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineers at the SGM for the purpose of vote-taking.

As at the date of the SGM, Dr., Sir Wong and his respective associates were required to abstain from voting on the Resolution. As at the date of the SGM, Dr., Sir Wong and his associates were, in aggregate, interested in 112,076 Shares, representing approximately

* *for identification purpose only*

0.049% of the total issued share capital of the Company, were abstained from voting for the Resolution at the SGM. Accordingly, a total of 230,390,122 Shares held by the Independent Shareholders were entitled to attend and vote for or against the Resolution at the SGM. There was no Share entitling the holder to attend and vote only against the Resolution at the SGM.

The voting results for the Resolution were as follows:

Resolution	For		Against	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
To consider and approve the Agreement and the transactions contemplated thereunder	51,988,104	100	0	0

The Board is pleased to announce that the Resolution was duly passed by the Independent Shareholders by way of poll at the SGM.

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

Hong Kong, 4 May 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>.