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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)**

**ANNOUNCEMENT**

Reference is made to the announcement (the “**Announcement**”) of Ming Kei Holdings Limited (the “**Company**”) dated 24 May 2012 in relation to, among other things, the acquisition (the “**Acquisition**”) of the entire issued share capital of Foremost Star Investments Limited and the prospectus of the Company dated 24 July 2012 in relation to, among other things, the open offer (the “**Open Offer**”) of the Company. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

This announcement is made by the Company on a voluntary basis.

The Board would like to announce that about HK\$38 million being part of the net cash proceeds resulted from the Open Offer will be used to settle part of the Consideration for the Acquisition and the outstanding balance of the Consideration may be settled by fund raised through other possible fund raising exercises of the Company in the future.

In the event that any fund raising exercise becomes materialised, the Company will publish further announcement in accordance with the GEM Listing Rules.

By order of the Board  
**Ming Kei Holdings Limited**  
**Mr. Ho Pui Tin, Terence**  
*Executive Director and Chief Executive Officer*

Hong Kong, 24 July 2012

\* *for identification purpose only*

*As at the date of this announcement, the executive Directors are Mr. Wong Wai Sing, Mr. Ho Pui Tin, Terence, Ms. Yick Mi Ching, Dawnibilly, Mr. Tsang Ho Ka, Eugene 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. 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 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>.*