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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)

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG AND CHAIRMEN OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE AND RE-DESIGNATION OF A DIRECTOR

The Board announces the principal place of business of the Company in Hong Kong has been changed to Room 2103, 21/F, No. 9 Queen's Road Central, Central, Hong Kong with effect from 8 August 2012.

The Board also announces the cessation of Mr. Kwok as the chairman and remains as a member of Audit Committee and Nomination Committee, with effect from 8 August 2012.

The Board further announces the appointment of Mr. Ho and Ms. Cui as the chairman of Audit Committee and Nomination Committee respectively, both with effect from 8 August 2012.

The Board further announces the re-designation of Mr. Wong from his position as chairman and executive Director to chairman and non-executive Director, with effect from 8 August 2012.

The board (the "**Board**") of directors (the "**Directors**") of the Ming Kei Holdings Limited (the "**Company**") hereby announces that the principal place of business of the Company in Hong Kong has been changed to Room 2103, 21/F, No. 9 Queen's Road Central, Central, Hong Kong with effect from 8 August 2012. The telephone number has been changed to (852) 3666 3888 and the facsimile number has been changed to (852) 3666 3000.

The Board also announces the cessation of Mr. Kwok Kam Tim ("**Mr. Kwok**"), an independent non-executive Director, as the chairman and remains as a member of audit committee (the "**Audit Committee**") and nomination committee (the "**Nomination Committee**") of the Company, with effect from 8 August 2012 due to re-division of functions of the Company.

The Board further announces the appointment of Mr. Ho Chi Wai ("**Mr. Ho**") and Ms. Cui Ying ("**Ms. Cui**"), both are independent non-executive Directors, as the chairman of Audit Committee and Nomination Committee respectively, both with effect from 8 August 2012.

** For identification purposes only*

The Board further announces the re-designation of Mr. Wong Wai Sing (“**Mr. Wong**”) from his position as chairman and executive Director to chairman and non-executive Director, with effect from 8 August 2012 due to other business engagements which require more of his attention.

Mr. Wong, aged 26, is a member of the Hong Kong Institute of Directors. Mr. Wong holds a Bachelor of Science degree in international business from the Canterbury University, London, an international master degree of business administration from the Stratford University, Falls Church, Virginia, the United State of America and a master of arts and a doctor of philosophy from the Universidad Empresarial De Costa Rica. He also obtained a certificate of three-tiers’ integrate coal mine’s safety from the Bureau of Xinjiang Coal Mine Safety Supervision, the People’s Republic of China and a diploma of lifestyle medicine for stress management from the Harvard Medical School Department of Continuing Education. Mr. Wong is also the Trade Adviser of the Honorary Consulate of Equatorial Guinea to Bucharest Romania and the Diplomatic Adviser to the Special Representatives for the People’s Republic of China of the Sovereign Order of Saint John of Jerusalem, Knights of Malta, Federation of the Autonomous Pories.

Mr. Wong has experience in a wide range of business, including the coal mining, natural resources industry, international coal trading, business consultation, property investment, provision of internet e-gaming, rendering of travel agent services, entertainment programme production, events organization, TV series production, operation of an artist training school, provision of motor vehicles beauty services and provision of underwriting services for general insurance and reinsurance business. He is also the owner of Colors Securities Limited which is principally engaged in dealing in securities (Type 1), advising on securities (Type 4) and asset management (Type 9) and Colors Commodities Limited which is principally engaged in dealing in futures contracts (Type 2) and advising on futures contracts (Type 5).

Mr. Wong was a consultant of a Hong Kong-based medium-sized CPA firm for more than 1 year. He was also the chairman and an executive Director of TLT Lottotainment Group Limited, a company incorporated in Hong Kong with limited liability and the issued shares of which are listed on the Growth Enterprise Market (the “**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 8022) from 17 April 2009 to 31 May 2011. Mr. Wong is also an executive Director, the vice chairman and the chief executive officer of the Newtree Group Holdings Limited, a company incorporated in Cayman Islands with limited liability and the issued shares of which are listed on the main board of the Stock Exchange (stock code: 1323).

Save as disclosed above, Mr. Wong has not held any other directorships in listed public companies in the last three years and does not have any relationship with any directors, senior management or any substantial or controlling shareholders of the Company.

Except for the re-designation, the original terms and conditions of appointment of Mr. Wong with the Company remain unchanged. There is no specified length of service period of Mr. Wong and his appointment is continuous unless and until terminated by either party by giving to the other party no less than one month notice in writing. Mr. Wong is subject to the provisions of retirement and rotation of directors under the bye-laws of the Company. Mr. Wong is entitled to a director’s fee of HK\$138,750 per month, which is determined based on the market rate and his time, effort and expertise to be exercised on the Group’s affairs and the Company’s remuneration policy.

Save as disclosed, there are no other matters in relation to the redesignation of Mr. Wong that need to be brought to the attention of the shareholders of the Company or the Stock Exchange. There is no other information relating to Mr. Wong that is required to be disclosed pursuant to the requirements of rule 17.50(2) of the Rules Governing the Listing of Securities on the GEM.

Save as disclosed above, the Board is not aware of any matters in relation to the change of principal place of business in Hong Kong and chairman of the Audit Committee and Nomination Committee and re-designation of a director of the Company that needs to be brought to the attention of shareholders of the Company or the Stock Exchange.

By Order of the Board
Ming Kei Holdings Limited
Mr. Ho Pui Tin, Terence
Chief Executive officer and Executive Director

Hong Kong, 8 August 2012

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