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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 MAJOR TRANSACTION
IN RESPECT OF THE ACQUISITION OF
THE ENTIRE ISSUED SHARE CAPITAL OF
FOREMOST STAR INVESTMENTS LIMITED
INVOLVING THE ALLOTMENT AND ISSUE OF CONSIDERATION SHARES**

The Board is pleased to announce that all Conditions were satisfied and the Completion took place on 24 October 2012, at which the Consideration Shares were issued to the Vendor in accordance with the Agreement.

References are made to the announcements of the Company dated 24 May 2012, 24 July 2012, 31 July 2012, 15 August 2012 respectively and the circular (the “**Circular**”) of the Company dated 26 September 2012 in relation to, inter alia, the Acquisition, the Agreement and the transactions contemplated thereunder involving, among others, the allotment and issue of the Consideration Shares. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

COMPLETION OF THE ACQUISITION

The Board is pleased to announce that all Conditions were satisfied and the Completion took place on 24 October 2012, at which the Consideration Shares were issued to the Vendor in accordance with the Agreement.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structures of the Company immediately before and after Completion and allotment and issue of the Consideration Shares are as follows:

* For identification purposes only

	Immediately before Completion and allotment and issue of the Consideration Shares		Immediately after Completion and allotment and issue of the Consideration Shares	
	Number of Shares	Approx. %	Number of Shares	Approx. %
Directors				
Mr. Wong Wai Sing ("Mr. Wong") (Note 1)	112,076	0.03	112,076	0.03
Mr. Tsang Ho Ka, Eugene ("Mr. Tsang") (Note 2)	7,940,104	2.03	7,940,104	1.86
Public				
Vendor	-	-	34,300,000	8.05
Other public Shareholders	383,801,117	97.94	383,801,117	90.06
Total	391,853,297	100.00	426,153,297	100.00

Notes:

1. Mr. Wong is the chairman of the Company and a non-executive Director. 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 Mr. Wong. Accordingly he is deemed to be interested in such 75,676 Shares.

2. Mr. Tsang is a non-executive Director.

Upon Completion, the Target Group became wholly-owned subsidiaries of the Company.

On behalf of the board of
Ming Kei Holdings Limited
Ho Pui Tin, Terence
Chief Executive Officer and Executive Director

Hong Kong, 24 October 2012

As at the date of this announcement, the executive Directors are Mr. Ho Pui Tin, Terence and Mr. Chow Pak Wah, Oliver; the non-executive Directors are Mr. Wong Wai Sing and Mr. Tsang Ho Ka, Eugene 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 "Latest Company Announcements" page of the GEM website (www.hkgem.com) for at least 7 days from the date of its posting and the Company's website at www.mingkeiholdings.com.