

# FORMS RELATING TO LISTING

## Form F

### The Growth Enterprise Market (GEM)

#### Company Information Sheet

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**Company name** : **Ming Kei Holdings Limited (the “Company”)**

**Stock code (ordinary shares)** : **8239**

This information sheet contains certain particulars concerning the above Company which is listed on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 2 March 2012.

#### A. General

Place of incorporation : Incorporated in the Cayman Islands and continued in Bermuda

Date of initial listing on GEM : 15 November 2002

Name of Sponsor(s) : NIL

Names of directors : *Executive directors*  
(*please distinguish the status of the directors — Executive, Non-Executive or Independent Non-Executive*)  
Dr., Sir Wong Wai Sing — *Chairman*  
Mr. Ho Pui Tin, Terence  
— *Chief Executive Officer*  
Mr. Tsang Ho Ka, Eugene  
Ms. Yick Mi Ching, Dawnibilly  
Mr. Chow Pak Wah, Oliver

*Independent non-executive directors*  
Mr. Kwok Kam Tim  
Mr. Kinley Lincoln James Lloyd  
Ir. Edmund Kwok King Yan  
Mr. Chan Kin Sang  
Mr. Ho Kam Chuen, Alex  
Mr. Ng Wing Hang

Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	:	<table border="0"> <thead> <tr> <th style="text-align: left;"><b>Name</b></th> <th style="text-align: right;"><b>Number of shares held</b></th> <th style="text-align: right;"><b>Approximate percentage of shareholding in the Company</b></th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">China Financial Leasing Group Limited (the “China Financial”) <i>(Note 1)</i></td> <td style="text-align: right; vertical-align: top;">9,586,000</td> <td style="text-align: right; vertical-align: top;">5.08</td> </tr> </tbody> </table>	<b>Name</b>	<b>Number of shares held</b>	<b>Approximate percentage of shareholding in the Company</b>	China Financial Leasing Group Limited (the “China Financial”) <i>(Note 1)</i>	9,586,000	5.08
<b>Name</b>	<b>Number of shares held</b>	<b>Approximate percentage of shareholding in the Company</b>						
China Financial Leasing Group Limited (the “China Financial”) <i>(Note 1)</i>	9,586,000	5.08						

*Notes:*

1. China Financial is a company incorporated in Cayman Islands with limited liability and the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 2312).

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company	:	Not applicable
Financial year end date	:	31 March
Registered address	:	Clarendon House 2 Church Street Hamilton HM11 Bermuda
Head office and principal place	:	Unit 01 3/F Wheelock House 20 Pedder Street Central Hong Kong
Web-site address (if applicable)	:	<a href="http://www.mingkeiholdings.com">http://www.mingkeiholdings.com</a>

Share registrar	:	Principal share registrar and transfer office Codan Services Limited Clarendon House 2 Church Street Hamilton HM11 Bermuda
		Branch share registrar and transfer office Tricor Tengis Limited 26th Floor Tesbury Centre 28 Queen's Road East Wanchai Hong Kong
Auditors	:	BDO Limited Certified Public Accountants 25th Floor Wing On Centre 111 Connaught Road Central Hong Kong

## **B. Business activities**

The Company and its subsidiaries (the “Group”) are principally engaged in investment holding and property investment in the People’s Republic of China (the “PRC”), business of general trading in the PRC and business of coal trading between PRC and Indonesia respectively.

## **C. Ordinary shares**

Number of ordinary shares in issue	:	188,802,094 shares
Par value of ordinary shares in issue	:	HK\$0.01 each
Board lot size (in number of shares)	:	2,000 shares
Name of other stock exchange(s) on which ordinary shares are also listed	:	Not applicable

#### **D. Warrants**

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	N/A
Exercise price	:	N/A
Conversion ratio (Not applicable if the warrant is denominated in dollar value of conversion right)	:	N/A
No. of warrants outstanding	:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants	:	N/A

#### **E. Other securities**

Number of share options granted and outstanding	:	15,880,208
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*(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).*

#### **Responsibility statement**

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

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DR., SIR WONG WAI SING

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MR. TSANG HO KA, EUGENE

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MS. YICK MI CHING, DAWNIBILLY

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MR. CHOW PAK WAH, OLIVER

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MR. HO PUI TIN, TERENCE

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MR. KWOK KAM TIM

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MR. KINLEY LINCOLN JAMES LLOYD

---

IR. EDMUND KWOK KING YAN

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MR. CHAN KIN SANG

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MR. HO KAM CHUEN, ALEX

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MR. NG WING HANG