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民安(控股)有限公司
The Ming An (Holdings) Company Limited
(Incorporated in the Cayman Islands with limited liability)
(the "Company")
(Stock Code: 1389)

COMPLETION OF ACQUISITION OF 1,389,247,000 ORDINARY SHARES OF THE COMPANY BY CHINA INSURANCE INTERNATIONAL HOLDINGS COMPANY LIMITED

Reference is made to the Announcement issued by CIIH in relation to the completion of acquisition of 1,389,247,000 ordinary shares of the Company and the Joint Announcement in relation to the possible proposed privatisation of the Company.

As disclosed in the Announcement, the completion of the Stake Acquisition has taken place on 30 July 2009.

Shareholders of and potential investors in the Company should be aware that the making of the Privatisation Proposal is subject to satisfaction and/or waiver of the Pre-Conditions as set out in the Joint Announcement. Even if the Privatisation Proposal is made, the Privatisation Proposal is subject to the satisfaction or waiver (as applicable) of the Conditions and therefore may or may not become effective. Accordingly, shareholders of and potential investors in the Company are advised to exercise caution when dealing in shares of the Company.

Reference is made to the announcement (the "Announcement") dated 30 July 2009 issued by China Insurance International Holdings Company Limited ("CIIH") in relation to the completion of acquisition of 1,389,247,000 ordinary shares of the Company and the joint announcement dated 22 May 2009 issued by CIIH and the Company in relation to the possible proposed privatisation of the Company (the "Joint Announcement"). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

As disclosed in the Announcement, the completion of the Stake Acquisition has taken place on 30 July 2009. Accordingly, CIIH has become the controlling shareholder of the Company and Pre-Condition (a) to the making of the Privatisation Proposal has been fulfilled.

The making of the Privatisation Proposal is also still subject to the fulfillment or waiver (as applicable) of Pre-Conditions (b) and (c) as follows:

- (b) the granting of a ruling by the SFC that MBIL shall not be regarded as a party acting in concert with CIIH under the Takeovers Code; and
- (c) the granting of a favourable ruling by the SFC with respect to an application by CIIH to the SFC that certain persons who are associated companies of CIIH or its subsidiaries, associated companies of China Taiping Insurance Group (HK) Company Limited (formerly known as China Insurance H.K. (Holdings) Company Limited) and/or associated companies of CIIH's fellow subsidiaries (including the Company) and/or companies of which such companies are associated companies, shall not be regarded as parties acting in concert with CIIH under the Takeovers Code.

A formal announcement for the making of the Privatisation Proposal will be released upon the satisfaction or waiver of all the Pre-Conditions.

Shareholders of and potential investors in the Company should be aware that the making of the Privatisation Proposal is subject to satisfaction and/or waiver of the Pre-Conditions as set out in the Joint Announcement. Even if the Privatisation Proposal is made, the Privatisation Proposal is subject to the satisfaction or waiver (as applicable) of the Conditions and therefore may or may not become effective. Accordingly, shareholders of and potential investors in the Company are advised to exercise caution when dealing in shares of the Company.

By order of the board of
The Ming An (Holdings) Company Limited
Lim Bik Har
Company Secretary

Hong Kong, 31 July 2009

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the board of the Company comprises 15 directors, of which Mr. Peng Wei, Mr. Cheng Kwok Ping, Mr. Chan Pui Leung, Mr. Lee Wai Kun and Mr. Liu Shi Hong are executive directors; Mr. Lin Fan, Mr. Wu Chi Hung, Mr. Ip Tak Chuen, Edmond, Mr. Ma Lai Chee, Gerald and Mr. Hong Kam Cheung are non-executive directors; and Mr. Yuen Shu Tong, Ms. Dong Juan, Mr. Wong Hay Chih, Ms. Yu Ziyong and Mr. Lee Yim Hong, Lawrence are independent non-executive directors.

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