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BINGO GROUP HOLDINGS LIMITED

比高集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8220)

VOLUNTARY ANNOUNCEMENT

This announcement is made by Bingo Group Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) on a voluntary basis.

The board (the “**Board**”) of directors of the Company is pleased to announce that on 1 April 2014, the Company has entered into a non-legally binding memorandum of understanding (the “**MOU**”) with 泰霖(天津)股權投資基金管理有限公司 (Tyling (Tianjin) Fund Co., Ltd.*) (“**Tyling Fund**”), pursuant to which the Company and Tyling Fund has reached an understanding to cooperate for the set up of a joint investment fund (the “**China Cultural Industry Investment Fund**”) for China cultural and arts industry.

The primary purpose of the China Cultural Industry Investment Fund is to promote the China cultural and arts industry such as media, film & TV, performing arts, design, animations, comics, literatures, paintings, cultural travels, cultural exhibitions and cultural venues.

On one hand, the Group is principally engaged in, among others, movie production, crossover marketing and provision of interactive contents and the Company has unique and in-depth understanding in the film and cinematic industry. On the other hand, Tyling Fund is a professional equity investment fund with extensive experience in investment. It is expected that the cooperation between the Company and Tyling Fund will create synergic effects and will allow both parties to utilise its advantages in their respective areas.

The investment amount of the China Cultural Industry Investment Fund will be determined after further negotiations. The preliminary understanding is that the Company and Tyling Fund will be responsible for the investment amount of the China Cultural Industry Investment Fund on a 50% and 50% basis. It is also contemplated that the China Cultural Industry Investment Fund shall be managed by Tyling Fund.

Tyling Fund is a company established in the People's Republic of China and is a professional equity investment fund management institution. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Tyling Fund and its ultimate beneficial owner(s) are independent of and not connected with the Company and its connected persons.

As no legally binding agreement has entered into between the parties as at the date of this announcement, there is no assurance of the consummation of any cooperation under the MOU. Shareholders of the Company and the public investors are advised to exercise caution when dealing in the securities of the Company.

In the event that the cooperation contemplated under the MOU becomes materialised, the formation of the China Cultural Industry Investment Fund may constitute a notifiable transaction on the part of the Company under the GEM Listing Rules and the Company will comply with the Listing Rules requirements and will make further announcement(s) accordingly.

By order of the Board
Bingo Group Holdings Limited
Lau Man Kit
Executive Director

Hong Kong, 1 April 2014

As at the date of this announcement, the Board comprises Mr. Chiau Sing Chi, Ms. Chow Man Ki, Kelly, Mr. Chan Cheong Yee, Mr. Chong Lee Chang and Mr. Lau Man Kit as executive Directors, Mrs. Chin Chow Chung Hang, Roberta as non-executive Director, and Mrs. Chen Chou Mei Mei, Vivien, Mr. Chum Kwan Yue, Desmond and Mr. Wong Chak Keung as independent non-executive Directors.

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 GEM website on the "Latest Company Announcements" page for at least 7 days from the date of its posting and the Company's website at www.bingogroup.com.hk

** for identification purpose only*