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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)

(1) THE NEW EGM AND BOOK CLOSURE IN RELATION TO
(I) PROPOSED SHARE CONSOLIDATION;
(II) CHANGE IN BOARD LOT SIZE; AND
(III) CONNECTED TRANSACTION — ISSUE OF CONVERTIBLE BONDS
UNDER SPECIFIC MANDATE;
AND
(2) CHANGE IN TIMETABLE OF
THE PROPOSED SHARE CONSOLIDATION

References are made to (i) the circular of Bingo Group Holdings Limited (the “**Company**”) dated 21 January 2022 (the “**Circular**”) in relation to, among other things, (a) proposed Share Consolidation; (b) Change in Board Lot Size; and (c) connected transaction — issue of Convertible Bonds under Specific Mandate; and (ii) the notice (the “**Original Notice**”) of extraordinary general meeting of the Company dated 21 January 2022 and the form of proxy (the “**Original Proxy Form**”) in relation to the extraordinary general meeting of the Company originally scheduled to be held on 14 February 2022 (the “**Original EGM**”); and (iii) the announcements of the Company dated 13 February 2022 and 14 February 2022 (the “**Announcements**”) in relation to the postponement of the Original EGM. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

THE NEW EGM AND BOOK CLOSURE

As stated in the Announcements, the Original EGM was postponed to a later date and time to be announced due to the new regulations announced by the Government of the Hong Kong Special Administrative Region to combat the spread of COVID-19 which has become effective on 10 February 2022, including restrictions on conducting of physical general meetings of companies, and the Company would make separate announcements to inform the Shareholders of the detailed arrangement of conducting the postponed extraordinary general meeting of the Company (the “**New EGM**”, which is not an adjournment of the Original EGM) and the revised timetable of the Share Consolidation.

The Board wishes to inform the Shareholders that the New EGM will be held at No. 1688, Hongmei Road, Xuhui District, Shanghai, the People’s Republic of China on Monday, 14 March 2022 at 11:30 a.m.. A notice convening the New EGM (the “**New Notice**”) and a form of proxy in relation to the New EGM (the “**New Proxy Form**”), which contain the same resolutions as set out in the Original Notice or the Original Proxy Form (as the case may be), will be despatched by the Company to the Shareholders on 22 February 2022. Shareholders are advised to read the New Notice and New Proxy Form for further information.

Original Proxy Form and New Proxy Form

Shareholders should note that the Original Proxy Form is not valid for the New EGM as the New EGM is not an adjournment of the Original EGM. A New Proxy Form will be despatched by the Company to the Shareholders on 22 February 2022. Whether or not you intend to attend the New EGM, you are requested to complete and sign the New Proxy Form in accordance with the instructions printed thereon and return the same to the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (the “**Share Registrar**”) or via the designated URL (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company as soon as possible and in any event not less than 48 hours before the time appointed for holding the New EGM or any adjournment thereof. Completion and return of the New Proxy Form will not preclude you from attending and voting in person at the New EGM or any adjournment thereof if you so wish. For the avoidance of doubt, any Original Proxy Form duly completed and returned in accordance with the instructions printed thereon by the Shareholders is not valid for the New EGM to be held on Monday, 14 March 2022 at 11:30 a.m., and the relevant Shareholders are required to submit the New Proxy Form again.

In view of the ongoing COVID-19 outbreak, mass gatherings would potentially impose a significant risk in terms of the spread of the virus. For the safety of the Shareholders, our staffs and stakeholders, the Company strongly encourages the Shareholders, instead of

attending the New EGM in person, to appoint the chairman of the New EGM as their proxies to vote on the relevant resolutions at the EGM, by completing and returning the New Proxy Form to the Share Registrar in accordance with the instructions printed thereon.

To facilitate the participation of Shareholders at the New EGM, the Company will arrange live video broadcast operated by Tricor e-Meeting System during the New EGM, which allows Shareholders to participate in the New EGM. However, such Shareholders will not be considered as attending the New EGM in person, will not be counted as part of the quorum under the articles of association of the Company nor be allowed to cast their votes by electronic means at the New EGM. The Shareholders who wish to vote in respect of the resolutions as set out in the New Notice and are unable to attend the New EGM in person are strongly advised to complete and return the New Proxy Form to the Share Registrar in accordance with the instructions printed thereon.

For Shareholders who wish to participate in the New EGM through live video broadcast, such Shareholders will need to complete the following steps in order to be granted access to the proceedings of the New EGM:

ACCESSING PROCEEDINGS OF THE NEW EGM BY TRICOR E-MEETING SYSTEM

For the Shareholders who would like to view the live video broadcast and submit questions online for the New EGM, you will need to visit the designated URL link by using the unique login details which will be despatched to the Shareholders by post on or around 22 February 2022.

The Shareholders **MUST NOT** forward the unique login details to other persons who are not the Shareholders and who are not entitled to participate in the New EGM.

If you have any questions relating to the New EGM, please email to is-enquiries@hk.tricorglobal.com or call the Share Registrar's telephone hotline at (852) 2980 1333.

Book closure

For the purpose of ascertaining the members' right to attend and vote at the New EGM, the register of members of the Company will be closed from Wednesday, 9 March 2022 to Monday, 14 March 2022, both days inclusive, during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the New EGM, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's branch share registrar office in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 8 March 2022.

REVISED TIMETABLE

The revised timetable for the Share Consolidation is set out below. The revised timetable is subject to the results of the New EGM and satisfaction of the conditions to the Share Consolidation and is therefore for indicative purpose only. Any change to the revised timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates.

Event	Date and Time
Latest date and time for lodging transfer documents in order to qualify for attending and voting at the New EGM	4:30 p.m. on 8 March 2022
Closure of register of members for the entitlement to attend and vote at the New EGM	9 March 2022 to 14 March 2022 (both days inclusive)
Latest date and time for lodging forms of proxy for the New EGM	11:30 a.m. on 12 March 2022
Record date for determining attendance and voting rights at the New EGM	14 March 2022
Date and time of the New EGM.....	11:30 a.m. on 14 March 2022
Announcement of voting results of the New EGM.....	14 March 2022
The following events are conditional on the fulfillment of the conditions for the implementation of the Share Consolidation	
Effective date of the Share Consolidation.....	16 March 2022
First day for free exchange of existing share certificates for new share certificates for the New Shares commences.....	16 March 2022
Dealings in the New Shares commences	9:00 a.m. on 16 March 2022

Original counter for trading in the Existing Shares
in board lots of 20,000 Existing Shares
(in the form of existing share certificates) temporarily closes 9:00 a.m.
on 16 March 2022

Temporary counter for trading in the New Shares
in board lots of 2,000 New Shares
(in the form of existing share certificates) opens 9:00 a.m.
on 16 March 2022

Original counter for trading in the New Shares
in board lots of 10,000 New Shares
(in the form of new share certificates) re-opens 9:00 a.m.
on 30 March 2022

Parallel trading in the New Shares
(in form of new share certificates and existing
share certificates) commences..... 9:00 a.m.
on 30 March 2022

Designated broker starts to stand in the market to provide
matching services for odd lots of the New Shares 9:00 a.m.
on 30 March 2022

Designated broker ceases to stand in the market to provide
matching services for odd lots of the New Shares..... 4:00 p.m.
on 22 April 2022

Temporary counter for trading in the New Shares
in board lots of 2,000 New Shares (in the form
of existing share certificates) closes..... 4:10 p.m.
on 22 April 2022

Parallel trading in New Shares (in form of
new share certificates and existing share certificates) ends 4:10 p.m.
on 22 April 2022

Last day for free exchange of existing share
certificates for new share certificates for the New Shares 27 April 2022

Save for the aforesaid changes, the information set out in the Circular remains valid and unchanged.

By order of the Board
Bingo Group Holdings Limited
CHOW Nga Chee Alice
Executive Director

Hong Kong, 18 February 2022

As at the date of this announcement, the Board comprises Mr. CHIAU Sing Chi, Ms. CHOW Man Ki Kelly, Mr. LAU Man Kit, Ms. CHOW Nga Chee Alice and Mr. YIP Yiu Bong as executive Directors; and Ms. CHOI Mei Ping, Mr. ONG King Keung and Mr. TSUI Wing Tak 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 the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from its date of publication and on the website of the Company (www.bingogroup.com.hk).