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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)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that based on the preliminary consolidated management accounts of the Company, the Group is expected to record a significant decrease in loss attributable to the owners of the Company for the Current Period as compared with the corresponding period in 2014, mainly attributed to the recognition of share-based payment expenses of approximately HK\$45.5 million, as a result of the share options granted by the Company in April 2014. No share option was granted in the Current Period.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by Bingo Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board of directors (the “**Board**”) of the Company wishes to inform shareholders of the Company and potential investors that based on the preliminary assessment of the consolidated management accounts of the Group and information currently available, the Group is expected to record a significant decrease in loss attributable to the owners of the Company for the three months ended 30 June 2015 (the “**Current Period**”) as compared with the corresponding period in 2014. The aforesaid decrease is mainly attributable to the recognition of share-based payment expense of approximately HK\$45.5 million, as a result of the share options granted by the Company in April 2014. No share option was granted in the Current Period.

The Company has granted 161,000,000 share options on 13 July 2015. Based on the valuation report of the fair value of these 161,000,000 share options, share-based payment expense of approximately HK\$16.8 million is expected to be recognised in the three months ending 30 September 2015. Shareholders of the Company and potential investors should note that this may cause significant change in the Group's financial performance in the three months ending 30 September 2015 as compared to that for the Current Period.

The information contained in this announcement is only based on the preliminary assessment of the consolidated management accounts of the Group. The Group is still in the process of finalizing the first quarterly results for the three months ended 30 June 2015 which is expected to be published on 13 August 2015. Shareholders of the Company and potential investors are advised to read the first quarterly results announcement of the Company when it is published.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Bingo Group Holdings Limited
Chan Cheong Yee
Executive Director

Hong Kong, 31 July 2015

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 Mr. Chum Kwan Yue, Desmond, Mr. Wong Chak Keung and Ms. Choi Mei Ping 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