

## IMPORTANT

*IMPORTANT: If you are in any doubt about any of the contents of this prospectus, you should obtain independent professional advice.*



### BAIOO Family Interactive Limited

百奧家庭互動有限公司

*(Incorporated in the Cayman Islands with limited liability)*

### Global Offering

Number of Offer Shares under the Global Offering	:	706,106,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	70,612,000 Shares (subject to adjustment)
Number of International Offer Shares	:	635,494,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$2.60 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	US\$0.0000005 per Share
Stock code	:	2100

### Joint Sponsors and Joint Global Coordinators

Deutsche Bank Group 



### Joint Bookrunners

Deutsche Bank Group 



J.P.Morgan

 CICC  
中金香港証券

### Joint Lead Managers

Deutsche Bank Group 



J.P.Morgan

 CICC  
中金香港証券

 CIMB

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus.

A copy of this prospectus, with the documents specified in the section headed "Appendix V — Documents Delivered to the Registrar of Companies and Available for Inspection" herein, has been registered with the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this prospectus or any other document referred to above.

The Offer Price is expected to be fixed by agreement between the Joint Global Coordinators (on behalf of the Underwriters) and us on the Price Determination Date. The Price Determination Date is expected to be on or around Thursday, April 3, 2014 and, in any event, not later than Tuesday, April 8, 2014. The Offer Price will not be more than HK\$2.60 and is currently expected to be not less than HK\$2.00. Applicants for Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$2.60 for each Hong Kong Offer Share together with a brokerage of 1%, an SFC transaction levy of 0.003% and a Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$2.60 per Offer Share.

The Joint Global Coordinators (on behalf of the Underwriters) may, with our consent, reduce the number of Offer Shares and/or the indicative Offer Price range below that stated in this prospectus at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such case, notices of the reduction in the number of Offer Shares and/or the indicative Offer Price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. Such notice will also be available at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.baioo.com.hk](http://www.baioo.com.hk). Further details are set out in the section headed "Structure of the Global Offering" in this prospectus. If, for any reason, the Joint Global Coordinators (on behalf of the Underwriters) and us are unable to reach an agreement on the Offer Price by Tuesday, April 8, 2014, the Global Offering will not become unconditional and will lapse immediately.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this prospectus and the related Application Forms, including the risk factors set out in the section headed "Risk Factors" in this prospectus.

Prospective investors of the Hong Kong Offer Shares should note that the obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement to subscribe, and to procure subscribers for, the Hong Kong Offer Shares, are subject to termination by the Joint Global Coordinators (on behalf of the Hong Kong Underwriters) if certain events shall occur prior to 8:00 a.m. on the day on which trading in the Shares commences on the Stock Exchange. Such grounds are set out in the section headed "Underwriting" in this prospectus. It is important that you refer to that section for further details.

The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirement under the U.S. Securities Act. The Offer Shares are being offered and sold (1) to qualified institutional buyers in reliance on Rule 144A or another exemption from registration under the U.S. Securities Act and (2) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

March 28, 2014