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B M INTELLIGENCE INTERNATIONAL LIMITED

邦 盟 滙 駿 國 際 有 限 公 司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8158)

MEMORANDUM OF UNDERSTANDING IN RESPECT OF POSSIBLE EQUITY INVESTMENT

The Board is pleased to announce that on 2 May 2007, Full Century, a wholly owned subsidiary of the Company, as proposed purchaser, entered into the MOU with Portstar as proposed vendor in relation to the possible equity investment in Gold Regent, including but not limited to the acquisition of the issued share capital of Gold Regent.

Gold Regent is principally engaged in provision of internet café business in the PRC.

This announcement in respect of the Possible Equity Investment is made in accordance with Rule 17.10 of the GEM Listing Rules.

The Board wishes to emphasise that no binding agreement in relation to the Possible Equity Investment has been entered into as at the date of this announcement. As the Possible Equity Investment may or may not be entered into, investors and Shareholders are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Possible Equity Investment will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.

THE MOU

Date: 2 May 2007

Parties: (i) Full Century

(ii) Portstar

Portstar is principally engaged in investment holding.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of Portstar and its ultimate beneficial owner is a third party independent of the Company and its connected persons (as defined in the GEM Listing Rules).

Major terms of the MOU

Under the MOU, it is proposed that Full Century may make equity investment with controlling interest in Gold Regent, which is wholly beneficially owned by Portstar.

It is further agreed that Portstar will not and will procure Gold Regent not to, directly or indirectly, for the Exclusivity Period enter into any agreement or memorandum of understanding with third party other than Full Century with respect of the Possible Equity Investment.

It is further agreed by Full Century that it will not directly or indirectly, before the expiry of the Exclusivity Period, enter into any agreement or memorandum of understanding with third party other than Portstar with respect to acquisition of the majority stakes in a company engaged in similar or competing business with Gold Regent. In addition, Full Century will conduct a due diligence review of the assets, liabilities, operations and affairs of Gold Regent within the Exclusivity Period.

Full Century will pay to Portstar within three business day after execution of the MOU the Deposit of HK\$6,000,000 as refundable deposit.

If Full Century, at its absolute discretion, is not satisfied with the results of the due diligence review or decides not to proceed further in relation to the Possible Equity Investment on or before the expiry of the Exclusivity Period, Portstar will return the Deposit to Full Century.

If a formal agreement in relation to the Possible Equity Investment has been entered into between Full Century and Portstar, the Deposit will be applied as deposit and partial payment of consideration for the Possible Equity Investment in accordance with the terms of the formal agreement.

Further announcement(s) in respect of the Possible Equity Investment will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.

INFORMATION ON GOLD REGENT

Gold Regent is principally engaged in provision of internet café business in the PRC. Gold Regent has entered into a letter of intent dated 16 April 2007 with 北京瑞建設備安裝有限公司 (Beijing Ruijian Equipments Company Limited)# (“**Beijing Ruijian**”). Pursuant to the said letter of intent, Gold Regent was granted an exclusivity right by Beijing Ruijian in relation to the entering into a possible service contract with 北京瑞得線上資訊技術有限公司 (Beijing Ruide Online Information Technology Company Limited)# (“**Beijing Ruide**”) and/or acquisition of interests in Beijing Ruide. Beijing Ruijian owns 80% of interests in Beijing Ruide.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of Beijing Ruijian and Beijing Ruide and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined in the GEM Listing Rules).

REASONS FOR THE POSSIBLE EQUITY INVESTMENT

The Group is principally engaged in the provision of business, accounting and corporate development advisory services, company secretarial services, translation services, assets valuation services and funds and wealth management services.

The Directors have been actively identifying appropriate investment opportunities for the Group and are of the view that the Possible Equity Investment may represent a good opportunity for the Group to diversify its business scope.

This announcement in relation to the Possible Equity Investment is made in accordance with Rule 17.10 of the GEM Listing Rules.

The Board wishes to emphasise that no binding agreement in relation to the Possible Equity Investment has been entered into as at the date of this announcement. As the Possible Equity Investment may or may not be entered into, investors and Shareholders are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Possible Equity Investment will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the following meanings when used herein:

“Board”	the board of Directors
“Company”	B M Intelligence International Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the GEM
“Deposit”	the refundable deposit of HK\$6,000,000 to be paid by Full Century to Portstar as contemplated under the MOU
“Director(s)”	the director(s) of the Company
“Exclusivity Period”	the period of 90 calendar days from the date of the MOU
“Full Century”	Full Century International Limited, a company incorporated in Hong Kong and a wholly owned subsidiary of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM

“Gold Regent”	Gold Regent Corporation Limited, a company incorporated in Hong Kong with limited liability and is wholly owned by Portstar
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“MOU”	the memorandum of understanding dated 2 May 2007 entered into between Full Century as proposed purchaser and Portstar as proposed vendor and setting out the basic understanding in relation to the Possible Equity Investment in Gold Regent
“Possible Equity Investment”	the possible equity investment in Gold Regent by Full Century, including but not limited to the acquisition of the existing issued share capital of Gold Regent, as contemplated under the MOU
“Portstar”	Portstar Enterprises Limited, a company incorporated in the British Virgin Islands
“PRC”	the People’s Republic of China
“Shareholders”	holders of the Shares
“Shares”	ordinary shares of HK\$0.01 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

By order of the Board
B M Intelligence International Limited
Lo Wah Wai
Chairman

Hong Kong, 3 May 2007

* *for identification purpose only*

the English translations of Chinese names or words in this announcement, where indicated, are included for information purpose only, and should not be regarded as the official English translations of such Chinese names or words

As at the date of this announcement, the Board comprises Mr. Lo Wah Wai and Mr. Wong Wai Tung who are the executive Directors, Mr. So Kwok Wai, Mr. Lee Kwong Tong and Mr. Lui Tin Nang who are the 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 Group. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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