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BINGO GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8220)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of **Bingo Group Holdings Limited** (the “**Company**”) will be held at The Foreign Correspondents’ Club, 2 Lower Albert Road, Central, Hong Kong on Tuesday, 2 August 2011 at 11:00 a.m. (or as soon as possible after conclusion or adjournment of the annual general meeting of the Company at 10:00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, with or without amendments, passing the following resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the agreement dated 9 June 2011 entered into between 上海龍影投資諮詢服務有限公司 (Shanghai Longying Investment Consulting Services Company Limited) as transferor and Shine Wisdom Limited, a wholly-owned subsidiary of the Company as transferee (the “**Transfer Agreement**”, a copy of which is produced to this meeting and marked “A” and signed by the chairman of this meeting for identification purpose) in relation to the transfer of certain leasing agreements and the transactions contemplated under or incidental to the Transfer Agreement be and are hereby approved, confirmed and ratified and that any one of the directors of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the implementation of and giving effect to the Transfer Agreement and the transactions contemplated thereunder.”

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

Hong Kong, 11 July 2011

Registered office:
Cricket Square, Hutchins Drive
P.O. Box 2681,
Grand Cayman KY1-1111
Cayman Islands

Principal place of business in Hong Kong:
Room 1201-1204,
12th Floor, Sea Bird House,
22-28 Wyndham Street, Central,
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint one or if he is a holder of more than one share, more proxies to attend and, in the event of a poll, to vote in his/her stead. A proxy needs not be a member of the Company but must be present in person at the Meeting to represent the member.
2. A form of proxy for use at the Meeting is enclosed. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and lodged at the Company's branch registrar in Hong Kong, Tricor Tengis Limited, at 26/F., Tesbury Center, 28 Queen's Road East, Wanchai, Hong Kong together with a power of attorney or other authority, if any, under which it is duly signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the Meeting or any adjourned meeting.
3. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the Meeting or any adjournment thereof, should he so wish, and in such event, the form of proxy shall be deemed to be revoked.
4. In the case of joint holders of shares, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

As at the date of this notice, the Company's executive Directors are Mr. Chiau Sing Chi, Mr. Chan Cheong Yee, Mr. Yik Chok Man and Mr. Fok Wai Ming Jackie, the Company's non-executive Directors are Mr. Chong Lee Chang and Mrs. Chin Chow Chung Hang, Roberta, and the Company's independent non-executive Directors are Mrs. Chen Chou Mei Mei, Vivien, Mr. Chum Kwan Yue, Desmond and Mr. Wong Chak Keung.

This notice, for which the directors of the Company 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 of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice 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 notice misleading.

This notice 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 website at www.bingogroup.com.hk.