



April 1, 2014

## **Mongolia Growth Group Ltd. Closes Previously Announced Private Placement as New CEO Purchases Shares**

THUNDER BAY, CANADA, April 1, 2014 /FSC/ - Mongolia Growth Group Ltd. (YAK – TSXV)

Mongolia Growth Group Ltd. (“MGG”) or (“the Company”) is pleased to announce that on March 31, 2014, the Company closed the non-brokered private placement which was previously announced on March 3, 2014 (“the Offering”). The Company issued 125,000 common shares in the capital of the Company (“Common Shares”) at a price of CDN \$2.00 per Common Share for aggregate proceeds of CDN \$250,000. All of the Common Shares issued under the Offering were purchased by the Company’s newly appointed Chief Executive Officer, Paul Byrne.

The Company intends to use the proceeds of the Offering for general corporate purposes.

All of the Common Shares issued pursuant to the Offering are subject to a four-month hold period in accordance with applicable securities laws.

The Offering is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions (“MI 61-101”). The Offering is exempt from the formal valuation requirement and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the securities distributed under the Offering nor the consideration received for those securities, insofar as the Offering involves Mr. Byrne, exceeded 25% of the Corporation’s market capitalization.

*A material change report is being filed on SEDAR concurrently with this press release.*

For more information on Mongolia Growth Group Ltd., please see our website: [www.MongoliaGrowthGroup.com](http://www.MongoliaGrowthGroup.com)

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### **About the Company**

MGG is a publicly traded and leading property investment and development company in Ulaanbaatar, Mongolia. MGG owns an extensive property portfolio, in diversified segments of the property market, with an emphasis on institutional-grade commercial assets.

MGG undertakes its own property acquisitions, develops brownfield land assets and repositions outdated properties, relying on in-house services for all facets of both the investment portfolio and development side of the business. In addition, MGG acts as a full-service third party provider for institutional clients and tailors transactions covering acquisition-to-suit, build-to-suit, as well as refurbish-to-suit, for property owners and major tenants.

## Forward-looking Information Cautionary Statement

Information and statements contained in this Letter to Shareholders that are not historical facts are “forward-looking information” within the meaning of applicable Canadian securities legislation and involve risks and uncertainties.

Forward-looking information is necessarily based upon a number of assumptions that, while considered reasonable by management, are inherently subject to significant business, economic and competitive uncertainties and contingencies. MGG cautions the reader that such forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results and developments to differ materially from those expressed or implied by such forward-looking information.

Such risks and uncertainties include, but are not limited to: risks associated with investment in and redevelopment of real property in Mongolia and the insurance business in Mongolia; competition, financing and refinancing risks; risks to the consumer mortgage market; a lack of correlation between disposable income and consumption; risks related to economic conditions; risks related to mining and mining development in Mongolia; risks related to regulation of the real estate and insurance business in Mongolia; political risk in Mongolia; changes in Mongolian taxation rules; claims against our insurance policies differing from our assumptions; reliance on key personnel; environmental matters; tenant and policyholder risks; risk of insurance fraud; and other risk factors more particularly described in in MGG’s filings with Canadian securities regulators, which filings are available at [www.sedar.com](http://www.sedar.com).

Additional risks and uncertainties not presently known to MGG or that MGG currently believes to be less significant may also adversely affect MGG. Forward-looking information is designed to help you understand management’s current views of our near and longer term prospects, and it may not be appropriate for other purposes. MGG does not undertake any obligation to update or revise forward-looking information, whether as a result of new information, future events or otherwise, except to the extent legally required.

The TSX Venture Exchange Inc. has in no way passed upon the merits of the Offering and has neither approved nor disapproved the contents of this press release.

Neither TSXV Venture Exchange Inc. nor its Regulations Services Provider (as that term is defined in the policies of the TSXV Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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