



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 October 2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer TLT LOTTOTAINMENT GROUP LIMITED

Date Submitted 4 November 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 8022 Description : _____

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>10,000,000,000</u>	<u>0.01</u>	<u>100,000,000</u>
Increase/(decrease)	<u>(Remark 1)</u>		<u>(Remark 1)</u>
Balance at close of the month	<u>2,000,000,000</u>	<u>0.05</u>	<u>100,000,000</u>

(2) Stock code : N/A Description : _____

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	_____	
		No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month		_____	_____	_____
Increase/(decrease)		_____		_____
Balance at close of the month		_____	_____	_____

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	_____	
		No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month		_____	_____	_____
Increase/(decrease)		_____		_____
Balance at close of the month		_____	_____	_____

Total authorised share capital at the end of the month (*HK\$*) : 100,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	1,641,177,848	N/A	N/A	N/A
Increase/ (decrease) during the month	(1,312,942,279)	N/A	N/A	N/A
Balance at close of the month	328,235,569	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme (30/07/2001) Exercise price: HK\$3.07 per share (Remark 2) Date of grant: (29/06/2009) ordinary shares	-	-	-	-	-	1,200,000
(Note 1)						
2. Share Option Scheme (30/07/2001) Exercise price: HK\$1.70 per share (Remark 3) Date of grant: (04/06/2010) ordinary shares	-	-	-	-	-	3,400,000
(Note 1)						
3. Share Option Scheme (/ /) (/ /) ordinary shares	-	-	-	-	-	-
(Note 1)						
			Total A. (Ordinary shares)		N/A	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)					N/A	

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry – dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)	_____	_____	_____	_____	_____	_____
2. _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)	_____	_____	_____	_____	_____	_____
3. _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)	_____	_____	_____	_____	_____	_____
4. _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)	_____	_____	_____	_____	_____	_____
				Total B. (Ordinary shares) <u>N/A</u>		
				(Preference shares) <u>N/A</u>		
				(Other class) <u>N/A</u>		

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible note issued on 28 March 2011	HK\$	28,080,000	-	28,080,000	-	20,057,142
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary share					
Subscription price	HK\$1.4 per share (Remark 4)					
EGM approval date (if applicable) (dd/mm/yyyy)	(23/03/2011)					
2. Convertible bonds issued on 28 October 2011	HK\$	50,000,000	-	50,000,000	-	166,666,666
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)	Ordinary share					
Subscription price	HK\$0.30 per share					
EGM approval date (if applicable) (dd/mm/yyyy)	(18/10/2011)					
3.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
				Total C. (Ordinary shares)	N/A	
				(Preference shares)	N/A	
				(Other class)	N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other

than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A		
2.		
3.		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price :	State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
					EGM approval date: (dd/mm/yyyy)	(/ /)	
2.	Open offer	At price :	State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
					EGM approval date: (dd/mm/yyyy)	(/ /)	
3.	Placing	At price:	State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			HK\$		AGM approval date: (dd/mm/yyyy)	(/ /)	
4.	Bonus issue			Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
					EGM approval date: (dd/mm/yyyy)	(/ /)	

For Main Board and GEM listed issuers

				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
Type of Issue						
5.	Scrip dividend	At price :	State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
6.	Repurchase of shares			Class of shares repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
7.	Redemption of shares			Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
8.	Consideration issue	At price :	State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

For Main Board and GEM listed issuers

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	<p>Class of shares issuable _____ (Note 1)</p> <p>Effective date : (19/10/2011) (dd/mm/yyyy)</p> <p>EGM approval date: (18/10/2011) (dd/mm/yyyy)</p>	(1,312,942,279)	-
10. Other (Please specify)	<p>At price : _____ State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (/ /) (dd/mm/yyyy)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p>		
Total E.		(Ordinary shares) <u>N/A</u>	
		(Preference shares) <u>N/A</u>	
		(Other class) <u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(1,312,942,279)
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>N/A</u>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

1. **Every five shares with par value of HK\$0.01 each, issued and unissued, were consolidated into one consolidated share with par value of HK\$0.05 each on 19 October 2011.**

2. **Exercise price has been adjusted from HK\$0.614 per share to HK\$3.07 per consolidated share with effect from 19 October 2011 as a result of share consolidation. Please refer to the Company's announcement dated 20 October 2011.**

3. **Exercise price has been adjusted from HK\$0.34 per share to HK\$1.70 per consolidated share with effect from 19 October 2011 as a result of share consolidation. Please refer to the Company's announcement dated 20 October 2011.**

4. **Conversion price has been adjusted from HK\$0.28 per share to HK1.4 per consolidated share with effect from 19 October 2011 as a result of share consolidation. Please refer to the Company's announcement dated 20 October 2011.**

Submitted by: TANG MAN LEONG

Title: COMPANY SECRETARY
(Director, Secretary or other duly authorised officer)

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*