

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED

本申請表格必須整份交回方為有效

Application Form No.
申請表格編號

IMPORTANT
重要提示

THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON TUESDAY, 7 MAY 2013.
本申請表格具有價值，但不可轉讓，並僅供下列合資格股東使用。二零一三年五月七日(星期二)下午四時正後不得提出申請。
IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISOR.

閣下如對本申請表格之任何方面或應採取之行動有任何疑問，應諮詢閣下之持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。
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閣下如已將名下影視集團有限公司(「本公司」)之股份全部售出或轉讓，應立即將本申請表格及隨附本公司所刊發日期為二零一三年四月十九日之章程(「章程」)送交買主或承讓人，或經手買賣或轉讓之銀行經理、持牌證券交易商或註冊證券機構或其他代理，以便轉交買主或承讓人。

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Branch share registrar in Hong Kong
Hong Kong Registrars Limited
Shops 1712-1716
17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

香港股份過戶登記分處
香港證券登記有限公司
香港灣仔
皇后大道東183號
合和中心17樓
1712-1716號舖



TLT LOTTOTAINMENT GROUP LIMITED
彩娛集團有限公司

(Incorporated in Hong Kong with limited liability)
(於香港註冊成立之有限公司)

(Stock Code: 8022)
(股份代號: 8022)

OPEN OFFER
OF 131,294,226 OFFER SHARES
AT HK\$0.50 PER OFFER SHARE ON THE BASIS OF TWO OFFER SHARES
FOR EVERY ONE EXISTING SHARE HELD ON THE RECORD DATE

按於記錄日期每持有一股現有股份
獲發兩股發售股份之基準以每股發售股份0.50港元
公開發售131,294,226股
發售股份

PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER
THAN 4:00 P.M. ON TUESDAY, 7 MAY 2013
股款須不遲於二零一三年五月七日(星期二)下午四時正接納時全數繳付

APPLICATION FORM
申請表格

Head Office, registered office and principal place of business in Hong Kong:
總辦事處、註冊辦事處及香港主要營業地點:
Room A, 9th Floor
Fortis Tower
77-79 Gloucester Road
Wanchai
Hong Kong
香港灣仔
告士打道77至79號
富通大廈
9樓A室

19 April 2013
二零一三年四月十九日

Name(s) and address of Qualifying Shareholder(s)
合資格股東姓名及地址

Blank area for entering the name and address of the qualifying shareholder(s).

Application can only be made by the Qualifying Shareholder(s) named above.
認購申請僅可由上述合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed
請於D欄填寫申請認購之發售股份數目及隨附股款金額

Form with four boxes (A, B, C, D) for entering shareholder details, number of shares, and remittance amount.

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this Application Form. Subject to the terms and conditions mentioned in the Prospectus and this Application Form such allotment is made to the holders of Shares whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured allotment in the proportion of 2 Offer Shares for every 1 existing Share held on Thursday, 18 April 2013.

The Underwriter may terminate the arrangements set out in the Underwriting Agreement by notice in writing issued to the Company by the Underwriter at any time prior to the Latest Time for Termination (which is expected to be 4:00 p.m. on 9 May 2013) and the Underwriter if one or more of the following events or matters (whether or not forming part of a series of events) shall occur, arise or exist:-

- (a) the Underwriter shall become aware of the fact that, or shall have reasonable cause to believe that any of the warranties in the Underwriting Agreement was untrue, inaccurate, misleading or breached, and in each case the same is (in the reasonable opinion of the Underwriter) material in the context of the Open Offer; or
(b) there shall be:
(i) any new law or regulation is enacted, or there is any change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority, whether in Hong Kong or elsewhere;
(ii) any change in local, national or international financial, political, industrial or economic conditions;
(iii) any change of an exceptional nature in local, national or international equity securities or currency markets;
(iv) any local, national or international outbreak or escalation of hostilities, insurrection or armed conflict;
(v) any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange;
(vi) any suspension in the trading of the Shares on the Stock Exchange for a continuous period of 10 trading days (as defined in the GEM Listing Rules) other than relating to the Open Offer;
(vii) any change or development involving a prospective change in taxation or exchange controls in Hong Kong or elsewhere which is or are, in the reasonable opinion of the Underwriter:
(a) likely to have a material adverse effect on the business, financial position or prospects of the Group taken as a whole; or
(b) likely to have a material adverse effect on the success of the Open Offer or the level of Offer Shares to be taken up; or
(c) so material as to make it inappropriate, inadvisable or inexpedient to proceed further with the Open Offer.

閣下有權憑填妥申請表格申請認購數目相等或少於上文之額所發之發售股份。在章程及本申請表格所述條款及條件規限下，上述配額乃向名列本公司股東名冊並為合資格股東的股份持有人作出。基礎為按於二零一三年四月十八日(星期四)每持有一股現有股份可獲保證配發兩股發售股份。倘閣下欲申請認購數目相等或少於上文之額所發之發售股份，請填妥及簽署本申請表格，並將表格連同申請認購發售股份之港幣股款，交回本公司之香港股份過戶登記處香港證券登記有限公司香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。所有申請認購保證配額之發售股份股款必須為港幣款項，並須以支票或銀行本票註明抬頭人為「TLT Lottotainment Group Limited - Open Offer Account」及以「只准入抬頭人賬戶」方式劃賬劃出，並須符合符其所有手續。身為除股東之外人士不得申請認購發售股份。

截止包銷協議
倘發生以下任何一項或多項事件或事宜(不論是否構成一連串事件之一部分)，則包銷商可於最後終止時間(預期為二零一三年五月九日下午四時正)，藉由包銷商向本公司發出書面通知終止包銷協議所載安排：
(a) 包銷商知悉或有合理理由相信包銷協議之任何保證為不實、不準確、有所誤導或已被違反，而於各情況下(包銷商合理認為)該公開發售而告重大；或
(b) 出現下列情況：
(i) 香港或其他地區之任何法院或其他管轄機關頒佈任何新法例或規例，或現有法例或規例之任何變動，或其詮釋或應用之任何變動；
(ii) 地區、國家或國際金融、政治、工業或經濟狀況之任何變動；
(iii) 地區、國家或國際股本證券或貨幣市場之任何特殊性質之變動；
(iv) 任何地區、國家或國際間之敵對行為、暴動或武装衝突爆發或升級；
(v) 聯交所暫停買賣為期超過十個連續交易日(定義見創業板上市規則)，惟有有關公開發售而暫停者除外；
(vi) 股份於聯交所暫停買賣為期超過十個連續交易日(定義見創業板上市規則)，惟有有關公開發售而暫停者除外；
(vii) 涉及香港或其他地區之稅務或外匯管制之預期變動之任何變動或發展而包銷商合理認為上述一項或多項情況：
(a) 可能對本集團之業務、財務狀況或前景構成重大不利影響；或
(b) 可能對公開發售之成功或發售股份之承購構成重大不利影響；或
(c) 其嚴重程度令繼續進行公開發售屬不恰、不智或不當。



TLT LOTTOTAINMENT GROUP LIMITED

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(Stock Code: 8022)

CONDITIONS

1. No Excluded Shareholder is permitted to apply for any Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at their own risk, at the address stated on the form(s).
3. Completion of this Application Form will constitute an instruction and authorisation by the applicant(s) to the Company and/ or Hong Kong Registrars Limited or some person(s) nominated by them for the purpose, on behalf of the applicant(s), to execute any registration of this Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in the name of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable them to be registered as holders of the Offer Shares which they have applied for subject to the memorandum of association and articles of association of the Company.
5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application(s) in respect of which cheque(s) is/are dishonoured upon first presentation are liable to be rejected.
6. Your right to apply for the Offer Shares is not transferable or renounceable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does/do not comply with the application procedures set out herein.

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as number of Offer Shares applied for multiplied by HK\$0.50). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the applicant(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this Application Form, this number should be inserted in Box D of this Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received.

No excess Offer Shares will be offered to the Qualifying Shareholders and any Offer Shares not taken up by the Qualifying Shareholders will be underwritten by the Underwriter.

This Application Form, when duly completed and signed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's branch share registrar and transfer office in Hong Kong, Shops 1712-1716, 17th Floor, Hopwell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:00 p.m. on Tuesday, 7 May 2013. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with or banker's cashier orders must be issued by a licensed bank in Hong Kong and made payable to "TLT Lottotainment Group Limited — Open Offer Account" for Offer Shares under assured allotment and crossed "Account Payee Only". Unless this Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form has/have been received by 4:00 p.m. on Tuesday, 7 May 2013, your right to apply for the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate is expected to be posted by ordinary post to you on or before Wednesday, 15 May 2013 at your own risk. You will receive one share certificate for all fully-paid Offer Shares validly applied for and issued to you.



TLT LOTTOTAINMENT GROUP LIMITED

彩娛集團有限公司

(Incorporated in Hong Kong with limited liability)
(於香港註冊成立之有限公司)

(Stock Code: 8022)
(股份代號: 8022)

To: TLT Lottotainment Group Limited
致: 彩娛集團有限公司

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of the Shares, enclose a remittance** for the amount payable in full on acceptance for the number of Offer Shares at a price of HK\$0.50 per Offer Share specified in Box B or Box D (as the case may be). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 19 April 2013 and subject to the memorandum of association and articles of association of the Company and I/we hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send share certificate(s) in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby.

敬啟者:

本人/吾等為背頁所列股份之登記持有人,現申請認購乙欄或丁欄(視情況而定)所指定數目之發售股份,並附上按每股發售股份0.50港元之價格計算須於接納時繳足之全數股款**。本人/吾等謹此依照日期為二零一三年四月十九日之章程所載條款及條件,以及在 貴公司之組織章程大綱及組織章程細則所載各項規定規限下,接納有關數目之發售股份,而本人/吾等謹此承諾並同意申請數目相等於或少於與本申請有關之發售股份。本人/吾等謹此授權 貴公司將本人/吾等之姓名列入 貴公司之股東名冊,作為上述有關數目或較少數目之發售股份持有人,並將有關股份之股票按背頁地址以平郵方式寄予本人/吾等,郵誤風險概由本人/吾等承擔。本人/吾等已詳閱背頁所載各項條件及申請手續,並同意全部遵守。

Please insert daytime contact telephone number
請填上日間聯絡電話號碼

--

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) must sign)

合資格股東簽署
(所有聯名合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date: _____ 2013

日期: 二零一三年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):

請合資格股東填妥以下資料:

Number of Offer Shares applied for (being the total specified in Box D, or failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄或(如未有填妥)乙欄所列明之發售股份總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/banker's cashier order is drawn** 支票/銀行本票之付款銀行名稱**	Cheque/banker's cashier order number 支票/銀行本票號碼
	HK\$ 港元		

NO RECEIPT WILL BE ISSUED BY THE COMPANY

本公司將不另發收據

** Cheque or banker's cashier order should be crossed "ACCOUNT PAYEE ONLY" and made payable to "TLT Lottotainment Group Limited – Open Offer Account" (see the section headed "Procedures for application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「TLT Lottotainment Group Limited – Open Offer Account」為抬頭人劃線開出(請參閱本表格背頁「申請手續」一節)。

Valid application for such number of Offer Shares which is less than or equal to an applicant's assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares.

假設公開發售之條件獲達成,認購數目少於或相等於申請人獲保證配發之發售股份之有效申請將獲全數接納。倘上欄內並無填上數目,則閣下將視作申請認購已收款項所代表之發售股份數目。倘股款少於認購上欄所填數目之發售股份所須支付之股款,則閣下將視作申請認購已收款項所代表之發售股份數目。申請將視作為申請認購完整之發售股份數目而作出。