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## **TLT LOTTOTAINMENT GROUP LIMITED**

**彩娛集團有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code : 8022)**

### **DISCLOSURE UNDER RULE 17.10 OF THE GEM LISTING RULES**

#### **COOPERATION AGREEMENT IN RELATION TO SPORT-ORIENTED PREDICTION GAME**

This announcement is made by TLT Lottotainment Group Limited (the “**Company**”) pursuant to the obligation imposed by Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM**”) of the Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board of the directors (the “**Directors**”) of the Company (the “**Board**”) announced that on 31 May 2010 (after trading hour), Shenzhen Caile Technology Limited\* (“**SZ Caile**”), a subsidiary of the Company and Beijing ZhongCaiZaiXian Investment Consulting Company Limited\* (“**BJ Company**”), a company established under the laws of PRC and an independent third party, entered into a cooperation agreement (“**Agreement**”). Pursuant to the Agreement, SZ Caile and BJ Company will establish a cooperative relationship to develop and manage a sport-oriented prediction game website in the PRC.

The BJ Company is a high tech company which is engaged in the provision of internet value added service as well as the development of wireless VAS platform in the PRC. Pursuant to the Agreement, SZ Caile will provide e-gaming platform, technical support, funding, and marketing services whereas BJ Company will provide the license, website domain for the proposed sport e-gaming portal and management service.

Driven by the continuing growth in netizen and the popularity of social networking services in the PRC, it is expected the online gaming market, especially casual gaming, in the PRC will continue to bloom in the coming years. The Board considers the entering of the Agreement is in the best interests of the Company and the Shareholders as a whole as it can further strengthen the income base of the Group.

The Board also wishes to draw the attention that, save for the Agreement, TLT Lottotainment Technology Limited (“**TLT Technology**”), a subsidiary of the Company, also entered into a Memorandum of Understanding (the “**MOU**”) with BJ Company on 20 April 2010. Pursuant to the MOU, TLT Technology and BJ Company will explore the opportunity to cooperate the development of internet and wireless value added service business in lottery market in the PRC. The terms on proposed cooperation in the development of internet and wireless value added service business in PRC lottery market is still under negotiation and further announcement in respect of the possible cooperation will be made by the Company in the event when any formal agreement is entered into.

The above-mentioned entering of the Agreement is of a price sensitive nature.

By order of the Board  
**TLT Lottotainment Group Limited**  
**Cheung Man Yau, Timothy**  
*Chief Executive Officer and Executive Director*

Hong Kong, 31 May 2010

*\* for identification purpose only*

*As of the date hereof, the executive directors of the Company are Mr. Wong Wai Sing, Mr. Cheung Man Yau, Timothy, Mr. Chan Kin Yip and Mr. Cheng Wing Hong; while the independent non-executive directors of the Company are Mr. Sung Wai Tak, Herman, Mr. Wong Lit Chor, Alexis and Mr. Fung Wai Shing.*

*This announcement, 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: (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.*

*This announcement will remain on the GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the company at <http://www.lottotainment.com.hk>.*