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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)

(1) CHANGE OF DIRECTORS; AND (2) CHANGE OF CHAIRMAN AND MEMBERS OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Lau has tendered his resignation as the independent non-executive Director, and will, ipso facto, cease to be the chairman of the audit committee and the remuneration committee and also members of the audit committee, the remuneration committee and the nomination committee with effect from 16 January 2014.

The Board is also pleased to announce that (i) Mr. Yiu has been appointed as an independent non-executive Director and members of the audit committee, the remuneration committee and the nomination committee with effect from 16 January 2014; and (ii) Mr. Liu has been appointed as an independent non-executive Director, the chairman of the audit committee and the remuneration committee and member of the nomination committee with effect from 16 January 2014.

RESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of TLT Lottotainment Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Lau Shu Yan (“**Mr. Lau**”) has tendered his resignation as the independent non-executive Director and will, ipso facto, cease to be the chairman of the audit committee and the remuneration committee and also members of the audit committee, the remuneration committee and the nomination committee of the Company with effect from 16 January 2014 as he would like to pursue other career development opportunity.

Mr. Lau has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lau for his valuable contributions to the Company during his tenure of service and wish him all the best in the future.

APPOINTMENT OF DIRECTORS

The Board is also pleased to announce that Mr. Yiu Yuen Kai (“**Mr. Yiu**”) and Mr. Liu Kwong Sang (“**Mr. Liu**”) has been appointed as independent non-executive Directors with effect from 16 January 2014.

The biographic details of Mr. Yiu and Mr. Liu are as follows:

Mr. Yiu Yuen Kai

Mr. Yiu, aged 54, graduated from King’s College in 1977. He had served as director in Sportstation, Olympic Square and Oi Man Bookshop in pass 10 years. Mr. Yiu has over 30 years’ experience in marketing sales, employee training and sales management.

Mr. Yiu has not entered into a service contract with the Company. In accordance with the articles of association of the Company, Mr. Yiu is subject to retirement by rotation and re-election at the Company’s general meetings. Mr. Yiu will receive a Director’s fee of HK\$120,000 per annum which is determined with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation. The Director’s fee for Mr. Yiu will be reviewed annually by the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

Mr. Liu Kwong Sang

Mr. Liu, aged 51, has been practising as a Certified Public Accountant in Hong Kong with more than 24 years of experience. Mr. Liu graduated with honours from the Hong Kong Polytechnic University with a bachelor degree in Accountancy and obtained the master in business administration degree from the University of Lincoln, the United Kingdom. He is an associate member of the Institute of Chartered Accountants in England and Wales, fellow members of the Association of Chartered Certified Accountants, Institute of Financial Accountants, the United Kingdom, the Institute of Public Accountants, Australia, the Hong Kong Institute of Certified Public Accountants, the Taxation Institute of Hong Kong, a Certified Tax Adviser, and the Society of Registered Financial Planners.

Mr. Liu is currently an independent non-executive directors of Polytec Asset Holdings Limited (保利達資產控股有限公司) (stock code: 208) since 2000, China Railsmedia Corporation Limited (中國鐵聯傳媒有限公司) (stock code: 745) since 2004 and Dragonite International Limited (叁龍國際有限公司) (stock code: 329) since 2010, whose securities are listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and abc Multiactive Limited (辰罡科技有限公司) (stock code: 8131) since 2004, a company the securities of which are listed on the Growth Enterprise Market (the “**GEM**”) of the Stock Exchange. He was the independent non-executive directors of China Media and Films

Holdings Limited (中國傳媒影視控股有限公司) (stock code: 8172) during 2001 to 2006 and Tack Fiori International Group Limited (野馬國際集團有限公司) (stock code: 928) from June to September of 2008.

Mr. Liu has not entered into a service contract with the Company. In accordance with the articles of association of the Company, Mr. Liu is subject to retirement by rotation and re-election at the Company's general meetings. Mr. Liu will receive a Director's fee of HK\$120,000 per annum which is determined with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation. The Director's fee for Mr. Liu will be reviewed annually by the Board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

OTHER INFORMATION OF THE NEWLY APPOINTED DIRECTORS

Save as disclosed above, each of Mr. Yiu and Mr. Liu does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Save as disclosed above, each of Mr. Yiu and Mr. Liu does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the Rules (the "**GEM Listing Rules**") Governing the Listing of the Securities on the GEM of the Stock Exchange) and has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Save as disclosed above, there is no further information relating to Mr. Yiu and Mr. Liu that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there is no other matter in relation to the appointment of Mr. Yiu and Mr. Liu that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Yiu and Mr. Liu in joining the Company.

CHANGE OF CHAIRMAN AND MEMBERS OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

The Board further announces that Mr. Yiu has been appointed as the members of the audit committee, the remuneration committee and the nomination committee of the Company with effect from 16 January 2014 and Mr. Liu has been appointed as the chairman of the audit committee and the remuneration committee and member of the nomination committee of the Company with effect from 16 January 2014.

By Order of the Board of
TLT Lottotainment Group Limited
Lin Yan Jenny
Executive Director

Hong Kong, 16 January 2014

As of the date hereof, the executive directors of the Company are Mr. Au Yeung Yiu Chung, Ms. Lin Yan Jenny and Mr. Wu Wenbei; and the independent non-executive directors of the Company are Mr. Ho Kenneth Kai Chung, Ms. Lam Yuk Ying, Elsa, Mr. Liu Kwong Sang and Mr. Yiu Yuen Kai.

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 the information contained in this announcement 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 announcement misleading.

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