

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



TLT LOTTOTAINMENT GROUP LIMITED

彩娛集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 8022)

(I) CHANGE OF DIRECTORS; AND (II) APPOINTMENT OF MEMBERS OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Chan has tendered his resignation as the executive Director with effect from 22 November 2013.

The Board is also pleased to announce that Mr. Ho 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 22 November 2013.

RESIGNATION OF DIRECTORS

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. Chan Yun Fai (“**Mr. Chan**”) has tendered his resignation as the executive Director with effect from 22 November 2013 as he would like to concentrate on his personal and other business engagements.

Mr. Chan 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. Chan for his valuable contributions to the Company during his tenure of service and wish him all the best in the future.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is also pleased to announce that Mr. Ho Kenneth Kai Chung (“**Mr. Ho**”) has been appointed as an independent non-executive Director with effect from 22 November 2013.

The biographic details of Mr. Ho are as follows:

Mr. Ho Kenneth Kai Chung

Mr. Ho, aged 48, graduated from University of Sydney, Australia with a Bachelor of Economics in Accounting in 1988 and University of New South Wales, Australia with a Master of Commerce in Finance in 1991. He is a professional financial analyst of Chartered Financial Analyst (CFA) in Hong Kong and has over 13 years’ experience in financial analyst. He had served in Credit Lyonnais Securities Asia from 1996 to 1999, and served in Jardine Fleming (subsequently acquired to become JP Morgan) as China strategist and head of China research from 1999 to 2003. Mr. Ho works at HSBC Securities from 2003. From 2003 to 2010, Mr. Ho served as head of China mid-small cap research and head of China research, Beijing at HSBC Securities. From 2010, he serves as a director of China & HK institutional equity sales at HSBC Securities. Mr. Ho has vast experience in corporate finance and analysis and management.

Save as disclosed above, Mr. Ho 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.

As at the date of this announcement, Mr. Ho holds 99,000 shares of the Company, representing not more than 1% of the issued share capital of the Company.

Save as disclosed above, Mr. Ho 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 Growth Enterprise Market (the “**GEM**”) of the Stock Exchange) and he 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).

Mr. Ho has not entered into a service contract with the Company. In accordance with the articles of association of the Company, Mr. Ho is subject to retirement by rotation and re-election at the Company’s general meetings. Mr. Ho 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. Ho 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.

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

APPOINTMENT OF MEMBERS OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

The Board further announces that Mr. Ho has been appointed as members of the audit committee, the remuneration committee and the nomination committee of the Company with effect from 22 November 2013.

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

Hong Kong, 22 November 2013

As of the date hereof, the executive directors of the Company are Mr. Wu Wenbei, Ms. Lin Yan Jenny, Mr. Wong Chun Hung and Mr. Au Yeung Yiu Chung; and the independent non-executive directors of the Company are Mr. Ho Kenneth Kai Chung, Mr. Chiu Koon Shou, Mr. Lau Shu Yan, and Ms. Lam Yuk Ying, Elsa.

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>.