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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)

FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE MAJOR TRANSACTION IN RELATION TO ACQUISITION OF 100% ISSUED SHARE CAPITAL OF GRACE PROFIT, INVOLVING ISSUE OF CONSIDERATION SHARES AND CONVERTIBLE BONDS UNDER SPECIFIC MANDATE

References are made to the announcements of TLT Lottotainment Group Limited (the “Company”) dated 29 October 2013, 19 November 2013, 3 December 2013, 19 December 2013 and 30 January 2014 in relation to the acquisition of 100% issued share capital of Grace Profit which constitutes a major transaction of the Company (the “Announcements”). Capitalized terms used herein shall have the same meanings as defined in the Announcements unless the context requires otherwise.

As disclosed in the announcement of the Company dated 30 January 2014, it was expected that the date of despatch of the Circular would be on or before 21 February 2014.

The Board announces that as additional time is required to finalize certain information to be included in the Circular, inter alia, (i) more comprehensive details of the Acquisition and the transactions contemplated thereunder; (ii) unaudited pro forma financial information of the enlarged Group upon Completion; (iii) accountant’s report and certain financial information on the Target Group; and (iv) final business valuation on 100% equity interest in the Target Group, it is expected that the despatch of the Circular will be further delayed to a date on or before 21 March 2014.

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

Hong Kong, 21 February 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 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, 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 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>.