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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)

CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE AUDIT, NOMINATION AND REMUNERATION COMMITTEES

The Board announces that Mr. Sung Wai Tak, Herman has resigned as an independent non-executive director and members of the audit, nomination and remuneration committees of the Company with effect from 20 April 2012.

The Board also announces that Mr. Chiu Koon Shou has been appointed as an independent non-executive director and members of the audit, nomination and remuneration committees of the Company with effect from 20 April 2012.

The board of directors (the “**Board**”) of TLT Lottotainment Group Limited (the “**Company**”) announces the following:

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE AUDIT, NOMINATION AND REMUNERATION COMMITTEES

With effect from 20 April 2012, Mr. Sung Wai Tak, Herman (“**Mr. Sung**”) has resigned as an independent non-executive director and members of the audit, nomination and remuneration committees of the Company as he would like to concentrate on his professional and other business engagements. Mr. Sung has confirmed that he does not have any disagreement with the Board and there are no circumstances connected with his resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE AUDIT, NOMINATION AND REMUNERATION COMMITTEES

With effect from 20 April 2012, Mr. Chiu Koon Shou (“**Mr. Chiu**”) has been appointed as an independent non-executive director and members of the audit, nomination and remuneration committees of the Company.

Mr. Chiu, aged 42, graduated from the London School of Economics and Political Science, London University with a bachelor of Economics. He also holds a master degree of Law from the University College, London University. Mr. Chiu is a solicitor of the High Court of the Hong Kong Special Administrative Region and the Supreme Court of England and Wales. Mr. Chiu is a principal and solicitor of Victor Chiu Tsang & Partners and has substantial experience in insolvency and restructuring (contentious and non-contentious), debt recovery, PRC investments and general commercial work. He is also the member of the Insolvency Law Committee of the Law Society of Hong Kong. Mr. Chiu was an independent non-executive director of Far East Pharmaceutical Technology Limited (now known as United Gene High-Tech Group Limited) from 1 September 2004 to 13 May 2009, a company listed on the Main Board of the Stock Exchange whose subsidiaries are principally engaged in the manufacturing and distribution of pharmaceutical products. A petition was filed on September 15, 2004 to wind up Far East Pharmaceutical Technology Limited in respect of the default of a syndicated bank loan and since then, liquidators have been appointed. Mr. Chiu was not involved in the arrangement of the syndicated bank loan and his appointment was made after the said default had occurred.

Save as disclosed above, Mr. Chiu did not hold any other directorship in any public listed companies in the last three years. No service contract has been entered into between Mr. Chiu with the Company. His appointment has no fixed term and is subject to retirement and rotation at the annual general meeting of the Company. The remuneration of Mr. Chiu is HK\$50,000 per annum which is determined by the Board with reference to his duties and responsibilities with the Company and the prevailing market situation.

Mr. Chiu does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance) and is not connected with any other Directors, senior management, substantial shareholders or the controlling shareholders of the Company. There is no information to be disclosed by Mr. Chiu pursuant to Rule 17.50(2) (h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (“GEM Listing Rules”) and there is no other information that need to be brought to the attention of the shareholders.

The Board would like to take this opportunity to welcome Mr. Chiu to join the Board and to express its sincere gratitude to Mr. Sung for his invaluable contribution made to the Company during his tenure of office.

By order of the Board
TLT LOTTOTAINMENT GROUP LIMITED
Yip Man Yi
Chairman and Executive Director

Hong Kong, 20 April 2012

As at the date of this announcement, the executive Directors of the Company are Ms. Yip Man Yi, Mr. Cheung Man Yau, Timothy, Ms. Cheng Sze Man, Mr. Lee Chi Shing, Caesar, Mr. Chan Yun Fai and Mr. Au Yeung Yiu Chung; and the independent non-executive Directors of the Company are Mr. Chiu Koon Shou, Mr. Li Kwok Chu 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, 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 aspects 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 “Latest Company Announcements” page of the GEM website for at least 7 days from its date of its posting and on the Company’s website at <http://www.lottotainment.com.hk>.