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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)

CHANGE OF AUDITORS

The Board announces that Ting Ho Kwan & Chan resigned as auditors of the Group with effect from 11 December 2012. On 11 December 2012, the Board has approved the appointment of Elite Partners CPA Limited as auditors of the Group to fill the casual vacancy and to hold office until the conclusion of the next annual general meeting of the Company.

The board (the “**Board**”) of directors of TLT Lottotainment Group Limited (the “**Company**”) announces that Ting Ho Kwan & Chan has resigned as auditors of the Company and its subsidiaries (the “**Group**”) with effect from 11 December 2012. The resignation was because the Board and Ting Ho Kwan & Chan could not reach a mutual agreement on the audit fees in respect of the audit of the Group’s financial statements for the year ending 31 December 2012. Ting Ho Kwan & Chan confirmed in its letter of resignation dated 11 December 2012 that there were no circumstances connected with their resignation which they consider should be brought to the attention of the shareholders and the creditors of the Company.

The Board confirmed that there is no other matter in respect of the change of auditors that need to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company also confirmed that there is no disagreement between Ting Ho Kwan & Chan and the Board on anything unusual or unresolved regarding the resignation of Ting Ho Kwan & Chan.

On 11 December 2012, the Board has approved the appointment of Elite Partners CPA Limited as auditors of the Group to fill the casual vacancy following the resignation of Ting Ho Kwan & Chan and to hold office until the conclusion of the next annual general meeting of the Company.

By order of the Board
TLT Lottotainment Group Limited
Yip Man Yi
Chairman and Executive Director

Hong Kong, 11 December 2012

As the date of this announcement, the executive directors of the Company are Ms. Yip Man Yi, Mr. Chan Yun Fai and Mr. Au Yeung Yiu Chung; and the independent non-executive directors of the Company are Mr. Lau Shu Yan, Mr. Li Kwok Chu and Mr. Chiu Koon Shou.

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>.