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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 CONDITIONS OF CONVERTIBLE NOTE

Reference is made to the circular (“Circular”) made by TLT Lottotainment Group Limited (“Company”) and the notice of the EGM both dated 13 March 2013 regarding the propose change of conditions of convertible note and the poll result announcement of the Company dated 28 March 2013 on the EGM held by the Company at 11 a.m. today. Terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board wishes to announce that as all the conditions precedent of the Extension Agreement and the Further Supplemental Deed are fulfilled, the Proposed Terms and the Proposed Amendments will take effect on 28 March 2013.

The maturity date of the outstanding Convertible Note with principal amount of HK\$28,080,000 will be extended for one year until 28 March 2014 and the Convertible Note shall bear interest on the outstanding principal amount at the rate of 2% per annum and the Conversion Price will be changed to HK\$0.50 for each Conversion Shares subject to customary adjustments for convertible securities of a similar type as more particularly set out in the Circular.

A maximum of 56,160,000 Conversion Shares will be allotted and issued under the Specific Mandate upon exercise of the conversion rights attached to the outstanding Conversion Note in full subject to the conversion restriction and public float restriction thereon as more particularly set out in the Circular.

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

Hong Kong, 28 March 2013

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

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange 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>.