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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)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 MARCH 2013**

#### **RESULTS OF THE EGM**

The Board is pleased to announce that the Resolution was duly passed by the Shareholders as an ordinary resolution by way of poll.

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

#### **POLL RESULTS OF EGM**

The Board is pleased to announce that, at the EGM held on 28 March 2013, the resolution to propose change of conditions of convertible note was duly passed by the Shareholders as an ordinary resolution by way of poll.

The poll results taken at the EGM in respect of the Resolution are set out in the following table:

Resolutions	Number of Shares voted (approximate percentage of total number of Shares voted)		Total number of Shares voted
	For	Against	
a) the Proposed Terms under the Extension Agreement and the Proposed Amendments under the Further Supplemental Deed (as defined in the circular to the shareholders of the Company dated 13 March 2013, the “Circular”).	35,443,516 (100%)	0 (0%)	35,443,516
b) subject the passing of resolution (a) set out in the notice of the Meeting, the allotment and issue of an aggregate of a maximum of 56,160,000 new shares of HK\$0.50 par value each in the capital of the Company (the “Conversion Shares”) to the Noteholder (as defined in the Circular) at an issue price of HK\$0.50 per Conversion Shares (as defined in the Circular) in accordance with the terms and conditions of the Conditions (as defined in the Circular) and the Extension Agreement and the Further Supplemental Deed.	35,443,516 (100%)	0 (0%)	35,443,516

*Notes:*

1. The full text of the Resolution was set out in the Notice.
2. As at the date of the EGM, a total of 65,647,113 Shares were in issue.
3. Under the GEM Listing Rules, as at the date of the EGM, the Noteholder and his associates will abstain from voting. The total number of Shares entitling the Shareholders to attend and vote for or against the Resolution at the EGM was 64,993,113 Shares.
4. The branch share registrar of the Company in Hong Kong, Hong Kong Registrars Limited acted as scrutineer for the vote-taking.

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

Hong Kong, 28 March 2013

*As of the date of this announcement, the executive Directors 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 are Mr. Lau Shu Yan, Mr. Chiu Koon Shou and Mr. Li Kwok Chu.*

*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 or deceptive.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the website of the Company at <http://www.lottotainment.com.hk>.*