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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)

PROFIT ALERT

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders and potential investors that the Group is expected to record a significant decrease in net loss of the Group, resulting in a profit attributable to the shareholders of the Company, and a significant decrease in the net assets of the Group as compared to the corresponding period in 2009. The information contained in this announcement is only based on the preliminary review on the management accounts of the Group for the three months ended 31 March 2010, which have not been reviewed or audited by the Company's auditors.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

This announcement is made by TLT Lottotainment Group Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprises Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

Reference are made to the circular and announcements of the Company dated 5 November 2008, 8 January 2009, 6 April 2009, 7 August 2009, 20 October 2009, 6 November 2009 and 9 March 2010 in relation to the very substantial acquisition of 65% equity interest in Wisdom In Holdings Limited respectively. Unless the context requires otherwise, terms used herein shall have the same meaning as defined in the Circular and the Announcements.

The board of directors of the Company (which together with its subsidiaries are referred to as the “**Group**”) wishes to inform the shareholders and potential investors that the Group is expected to record a significant decrease in net loss of the Group, resulting in a profit attributable to the shareholder of the Company, for the three months ended 31 March 2010 and a significant decrease in the Group’s net assets as compared to the corresponding period in 2009 due to significant amounts of reversal of interest expenses and convertible bonds reserve arising from the cancellation of the convertible bonds to the principal amount of HK\$148 million on 9 March 2010. Pursuant to the Master Agreement, the Vendor was not able to obtain the Mobile Lottery Recharging Services Agreement for the Liaoning Business within the Undertaking Period, the principal amount of the Convertible Bonds had been adjusted downward by HK\$148 million and such amount of the Convertible Bonds, being part of the Consideration, had also been cancelled by the Company on 9 March 2010.

The information contained in this announcement is only based on the preliminary review on the management accounts of the Group for the three months ended 31 March 2010, which have not been reviewed or audited by the Company’s auditors.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
TLT Lottotainment Group Limited
Cheung Man Yau, Timothy
Chief Executive Officer and Executive Director

Hong Kong, 10 May 2010

As of the date hereof, the executive directors of the Company are Mr. Wong Wai Sing, Mr. Cheung Man Yau, Timothy, Mr. Chan Kin Yip and Mr. Cheng Wing Hong; while the independent non-executive directors of the Company are Mr. Sung Wai Tak, Herman, Mr. Wong Lit Chor, Alexis 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 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>.