

# FORMS RELATING TO LISTING

## Form F

### The Growth Enterprise Market (GEM)

#### Company Information Sheet

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

**Company name** : China LotSynergy Holdings Limited

**Stock code (ordinary shares)** : 8161

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of The Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 30 June 2011.

#### A. *General*

Place of incorporation : Bermuda

Date of initial listing on GEM : 26 October 2001

Name of Sponsor(s) : N/A

Names of directors (please distinguish the status of the directors -Executive, Non-Executive or Independent Non-Executive)	:	<u>Executive Directors</u>	<u>Independent</u>
		LAU Ting WU Jingwei LIAO Yuang-whang CHAN Shing	<u>Non-Executive Directors</u> HUANG Shenglan CHAN Ming Fai CUI Shuming

Non-Executive Directors  
HOONG Cheong Thard

Name(s) of substantial shareholder(s) : LAU Ting (*Note 1*) 1,517,023,747 shares (20.47%)  
(as such term is defined in rule 1.01  
of the GEM Listing Rules) and their : CHAN Shing (*Note 1*) 1,517,023,747 shares (20.47%)  
respective interests in the ordinary  
shares and other securities of the  
Company

*Notes:*

- Ms. LAU Ting and Mr. CHAN Shing directly hold 259,974,373 shares and 389,286,426 shares respectively. Ms. LAU Ting is the spouse of Mr. CHAN Shing. 147,162,496 shares, includes 23,093,192 shares in short positions, were held by Hang Sing Overseas Limited which was owned as to 51% by Orient Strength Limited, a company which was wholly-owned by Ms. LAU Ting and Mr. CHAN Shing. 137,735,546 shares were held by Strong Purpose Corporation, a company which was wholly-owned by Ms. LAU Ting and Mr. CHAN Shing. 580,932,594 shares were held by Glory Add Limited which was wholly owned by Favor King Limited, a company which was wholly-owned by Ms. LAU Ting and Mr. CHAN Shing. 1,932,312 shares were held by Burwill Holdings Limited of which Ms. LAU Ting and Mr. CHAN Shing were the controlling shareholders.

Name(s) of company(ies) listed : N/A  
on GEM or the Main Board of  
the Stock Exchange within the same  
group as the Company

Financial year end date : 31<sup>st</sup> December

Registered address : Canon's Court, 22 Victoria Street,  
Hamilton HM 12, Bermuda

Head office and principal : Unit 3308, Office Tower, Convention Plaza,  
place of business 1 Harbour Road, Wanchai, Hong Kong

Web-site address (if applicable) : [www.chinalotsynergy.com](http://www.chinalotsynergy.com)

Share registrar : Butterfield Fulcrum Group (Bermuda) Limited  
(Principal share registrar)  
Computershare Hong Kong Investor  
Services Limited  
(Hong Kong branch share registrar)

Auditors : HLB Hodgson Impey Cheng

**B. Business activities**

China LotSynergy Holdings Limited and its subsidiaries (the “Group”) is a technology and service provider of lottery systems, terminal equipment, game products and market operation to the public welfare lottery industry in China. The principal businesses of the group cover traditional computer ticket game (CTG), high frequency lottery, video lottery and new media lottery.

**C. Ordinary shares**

Number of ordinary shares in issue	:	7,411,964,000
Par value of ordinary shares in issue	:	HK\$0.0025
Board lot size (in number of shares)	:	4,000 shares
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

**D. Warrants**

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	N/A
Exercise price	:	N/A
Conversion ratio (Not applicable if the warrant is denominated in dollar value of conversion right)	:	N/A
No. of warrants outstanding	:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants	:	N/A

**E. Other securities**

Details of any other securities in issue.

1. Number of shares under the share options granted and outstanding: 706,700,000 shares
2. An zero coupon convertible note with a principal amount of HK\$166,250,000 convertible into shares of the Company at the initial conversion price of HK\$0.955 per share (subject to adjustment).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.  
N/A

## Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the "Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

\_\_\_\_\_  
LAU Ting

\_\_\_\_\_  
WU Jingwei

\_\_\_\_\_  
LIAO Yuang-whang

\_\_\_\_\_  
CHAN Shing

\_\_\_\_\_  
HOONG Cheong Thard

\_\_\_\_\_  
HUANG Shenglan

\_\_\_\_\_  
CHAN Ming Fai

\_\_\_\_\_  
CUI Shuming