乐透互娱
LOTO INTERACTIVE

Loto Interactive Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8198)

PROFIT WARNING

This announcement is made by Loto Interactive Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**") and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong). Reference is also made to the joint announcement of the Company and Manful Kingdom Limited titled "(1) Acquisition of Shares in Loto Interactive Limited; (2) Possible Unconditional Mandatory Cash Offer by Lego Securities Limited on behalf of the Manful Kingdom Limited; (3) Appointment of independent financial adviser; and (4) Resumption of trading" dated 20 July 2022.

The Board wishes to inform the Shareholders and potential investors that, based on preliminary review of the latest unaudited consolidated management accounts of the Group for the three-month period ended 30 June 2022 (the "**Reporting Period**") and the information currently available, the Group is expected to record an increase in unaudited consolidated net loss by more than 25% as compared to an unaudited consolidated net loss of approximately HK$14.4 million for the corresponding period in 2021 of the Company, mainly attributable to the (i) continued suspension of power supply to the three big data centres operated by our subsidiaries during the Reporting Period leading to a halt in operation; and (ii) impairment loss made to the Group's property, plant and equipment.

As the Company is still in the process of finalising and preparing the Group's second quarter results for the Reporting Period, the information contained in this announcement is only a preliminary assessment by the Board based on the latest information currently available to the Company and the unaudited consolidated management accounts of the Group for the Reporting Period, which have not been reviewed by the Company's audit committee. Shareholders and potential investors are advised to read carefully the Group's interim results announcement for the six-month period ended 30 June 2022, which is scheduled to be published on 14 August 2022.

Shareholders and potential investors of the Company should be fully aware that this profit warning announcement was published by the Company, and the profit warning contained therein (the "**Profit Warning**") constitutes a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the Company's financial adviser(s) and auditors or accountants in accordance with Rule 10 of the Takeovers Code. In view of the requirements of timely disclosures of the inside information under Rule 17.10 of the GEM Listing Rules and pursuant to Part XIVA of the SFO, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code.

The interim results announcement of the Company for the six months ended 30 June 2022 (the "**2022 Interim Results Announcement**") is expected to be published on 14 August 2022. If the 2022 Interim Results Announcement is published prior to the next document to be sent to the Shareholders and the relevant results together with the notes to the financial statements are included in such document, the Profit Warning will no longer be required to be reported on. Otherwise, the Profit Warning will be reported in accordance with Rule 10 of the Takeovers Code and the relevant reports will be included in the next document to be sent to the Shareholders.

Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required under Rule 10 of the Takeovers Code. Shareholders and potential investors are advised to exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Offers and when dealing in the shares of the Company.

By Order of the Board
Loto Interactive Limited
Yan Hao
Chief Executive Officer and Executive Director

Hong Kong, 2 August 2022

As at the date of this announcement, the Board of Directors comprises Ms. Zhang Jing (Chairman), Mr. Yan Hao# (Chief Executive Officer), Ms. Huang Lilan#, Mr. Yang Xianfeng*, Dr. Lu Haitian+, Mr. Lin Sen+ and Mr. Huang Jian+.*

\# *Executive Director*
* *Non-executive Director*
\+ *Independent Non-executive Director*

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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company's website at www.lotoie.com.