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MANFUL KINGDOM LIMITED

萬豐興業有限公司

(Incorporated in Hong Kong with limited liability)



Loto Interactive Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Exchange Stock Code: 8198)

JOINT ANNOUNCEMENT

**DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO
MANDATORY UNCONDITIONAL CASH OFFERS BY
LEGO SECURITIES LIMITED
FOR AND ON BEHALF OF MANFUL KINGDOM LIMITED TO ACQUIRE
ALL THE ISSUED SHARES OF AND TO CANCEL ALL OUTSTANDING
SHARE OPTIONS OF LOTO INTERACTIVE LIMITED (OTHER THAN THOSE
ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY MANFUL
KINGDOM LIMITED AND/OR PARTIES ACTING IN CONCERT WITH IT)**

Financial adviser to Manful Kingdom Limited



Financial adviser to the Company



Independent Financial Adviser to the Independent Board Committee



Reference is made to the announcement jointly published by the Offeror and the Company dated 20 July 2022 in relation to, among others, the Share Purchase Agreement and the Offers (the “**Joint Announcement**”). Unless otherwise stated, terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

As disclosed in the Joint Announcement, it is the intention of the Offeror and the Company to combine the offer document and the offeree board circular into the Composite Document and be jointly despatched by the Offeror and the Company to the Shareholders and the Optionholders. Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document containing, among other things, (i) the terms of the Offers; (ii) the recommendation from the Independent Board Committee to the Offer Shareholders and the Offer Optionholders; and (iii) the advice from the Independent Financial Adviser in respect of the Offers, together with the Form(s) of Acceptance, will be despatched to the Shareholders and the Optionholders on or before 10 August 2022 in accordance with the Takeovers Code, or such other date as the Executive may approve.

As additional time is required to finalise certain content of the Composite Document, an application has been made to the Executive for a waiver from strict compliance with the requirements under Rule 8.2 of the Takeovers Code. The Executive has granted its consent to an extension of the latest time for the despatch of the Composite Document (together with the accompanying Forms of Acceptance) to a date falling on or before 19 August 2022.

Further announcement(s) in relation to the despatch of the Composite Document will be made by the Offeror and the Company as and when appropriate.

By order of the board of
Manful Kingdom Limited
Mak Lam
Director

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

Hong Kong, 10 August 2022

As at the date of this joint 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 joint announcement includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Offeror or any of its associates or parties acting in concert with it), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Ms. Mak Lam.

The sole director of the Offeror and Mr. Fu Jiepin jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than those relating to the Group, the Vendor or any of their associates or any parties acting in concert with them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

This joint 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.

In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.