新濠環彩
MelcoLot

MelcoLot Limited

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

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 OCTOBER 2012

The Board is pleased to announce that all of the ordinary resolutions as set out in the Notice approving the Transactions and the GEM LR Transactions were duly passed by the Independent Shareholders and the GEM LR Transactions Independent Shareholders respectively by way of poll at the EGM held on 15 October 2012.

Reference is made to the circular dated 26 September 2012 (the "**Circular**") issued by MelcoLot Limited (the "**Company**") and the notice (the "**Notice**") of the extraordinary general meeting (the "**EGM**"). Terms used in this announcement shall have the same meanings as used in the Circular unless otherwise defined.

The Board is pleased to announce that all of the ordinary resolutions as set out in the Notice approving the Transactions and the GEM LR Transactions were duly passed by the Independent Shareholders and the GEM LR Transactions Independent Shareholders respectively by way of poll at the EGM held on 15 October 2012.

As at the date of the EGM, the total number of Shares in issue was 502,966,933. By reason of the requirements of the Takeovers Code, the Repurchase Code and the GEM Listing Rules, (i) the Underwriters and parties acting in concert with them, which were interested in 145,460,938 Shares, had been required to abstain from voting on and Mr. Chan Sek Keung, Ringo, who was a non-executive Director and was interested in 53,276,000 Shares, was entitled to attend but required to abstain from voting in favour of the ordinary resolutions nos. (1), (2), and (3); (ii) the Underwriters and parties acting in concert with them, which were interested in 145,460,938 Shares, had been required to abstain from voting on the ordinary resolutions nos. (4), (7) and (8); (iii) no Shareholders were required to abstain from voting on the ordinary resolution no. (5); and (iv) Mrs. Ding, who was the spouse of a substantial shareholder of Intradak and was interested in 22,668,000 Shares, had been required to abstain from voting on the ordinary resolution no. (6). Accordingly, the total number of Shares entitling the

Shareholders to attend and vote for or against (i) the ordinary resolutions nos. (1), (2) and (3); (ii) the ordinary resolutions nos. (4), (7) and (8); (iii) the ordinary resolution no. (5); and (iv) the ordinary resolution no. (6), were (i) 304,229,995 Shares; (ii) 357,505,995 Shares; (iii) 502,966,933 Shares; and (iv) 480,298,933 Shares, respectively.

A total of 12,977,498 Shares were voted against the ordinary resolutions nos. (1), (2), (3), (4), (7) and (8) at the EGM. Those 12,977,498 Shares were held by Firich which should abstain from voting at the EGM in respect of the aforesaid six ordinary resolutions. Despite the fact that Firich had instructed its broker to vote for ordinary resolutions nos. (5) and (6) only but not to vote on any other ordinary resolutions, its broker mistakenly and accidentally cast all those 12,977,498 Shares against the aforesaid six ordinary resolutions. Pursuant to the articles of association of the Company, where any member is required to abstain from voting on any particular resolution or restricted to voting only for or only against any particular resolution, any vote cast by or on behalf of such member in contravention of such requirement or restriction shall not be counted. Therefore, the votes of 12,977,498 Shares by Firich against the aforesaid six ordinary resolutions have not been counted. Save as disclosed in above, all the aforesaid parties who had been required to abstain from voting on or in favour of the relevant ordinary resolutions under the Takeovers Code, the Repurchase Code and the GEM Listing Rules had abstained from voting on the relevant ordinary resolutions.

Set out below are the poll results (including the votes by Firich on ordinary resolutions (1), (2), (3), (4), (7) and (8)) in respect of the ordinary resolutions put to vote at the EGM:

Ordinary resolutions		**Number of votes cast (Percentage of total number of votes cast)**		**Total number of votes cast**
		For	**Against**	
(1)	To approve, confirm and ratify the Intralot Agreement and the transactions contemplated thereunder	59,996,434 (82.2%)	12,977,498 (17.8%)	72,973,932
(2)	To approve, confirm and ratify the GCH Agreement and the transactions contemplated thereunder	59,996,434 (82.2%)	12,977,498 (17.8%)	72,973,932
(3)	To approve, confirm and ratify the Open Offer and the Underwriting Agreement and the transactions contemplated thereunder	59,996,434 (82.2%)	12,977,498 (17.8%)	72,973,932

Ordinary resolutions		Number of votes cast (Percentage of total number of votes cast)		Total number of votes cast
		For	Against	
(4)	To approve the Whitewash Waiver	113,272,434 (89.7%)	12,977,498 (10.3%)	126,249,932
(5)	To approve the Proposed Increase in Authorised Capital	258,685,372 (100.0%)	0 (0.0%)	258,685,372
(6)	To approve the Intradak Exclusivity Undertaking	236,129,372 (100.0%)	0 (0.0%)	236,129,372
(7)	To approve the repurchase of the Intralot 2013 Convertible Bonds pursuant to the terms and conditions of the Intralot Agreement	113,272,434 (89.7%)	12,977,498 (10.3%)	126,249,932
(8)	To approve the repurchase of the GCH 2012 Convertible Bonds pursuant to the terms and conditions of the GCH Agreement	113,272,434 (89.7%)	12,977,498 (10.3%)	126,249,932

As more than 50% of the votes were cast in favour of the ordinary resolutions nos. (1) to (6) above and more than three-fourths of the votes were cast in favour of the ordinary resolutions nos. (7) to (8) above regarding the CB Repurchases, all of the ordinary resolutions were duly passed at the EGM by way of poll.

In the event that, those 12,977,498 Shares held by Firich were excluded and not being counted, 100% of the votes would have been cast in favour of each of the ordinary resolutions nos. (1) to (8).

Scrutineer for vote-taking

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, acted as the scrutineer for the vote-taking at the EGM.

Completions of the Intralot Disposal, the GCH Disposal, the CB Repurchases, the Open Offer and the Whitewash Waiver

The Board wishes to emphasise that the Intralot Disposal Completion (including the repurchase of the Intralot 2013 Convertible Bonds), the GCH Disposal Completion (including the repurchase of the GCH 2012 Convertible Bonds) and completion of the Open Offer (including the Whitewash Waiver) are inter-conditional upon each other, which in turn is subject to the conditions provided therein the Intralot Agreement, the GCH Agreement and the Underwriting Agreement being fulfilled and the Underwriters not terminating the Underwriting Agreement on or before the Latest Time for

Termination. As such, there is no assurance that Intralot Disposal Completion, GCH Disposal Completion, the CB Repurchases and completions of the Open Offer and the Whitewash Waiver will proceed. Shareholders and potential investors are urged to exercise caution when dealing in the securities of the Company. Further announcement will be made by the Company upon completions of the Intralot Disposal, the GCH Disposal, the CB Repurchases, the Open Offer and the Whitewash Waiver.

By Order of the Board
MelcoLot Limited
Ko Chun Fung, Henry
Executive Director and Chief Executive Officer

Hong Kong, 15 October 2012

As at the date of this announcement, the Board consists of two Executive Directors, namely Mr. Ko Chun Fung, Henry and Mr. Chrysafidis, Evangelos, two Non-executive Directors, namely Mr. Chan Sek Keung, Ringo (Chairman) and Mr. Wang, John Peter Ben, and three Independent Non-executive Directors, namely Mr. Tsoi, David, Mr. Pang Hing Chung, Alfred and Mr. So Lie Mo, Raymond.

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 statement in this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company's website at www.melcolot.com.