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LEYOU TECHNOLOGIES HOLDINGS LIMITED
樂遊科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1089)

THIRD SUPPLEMENTAL AGREEMENT
IN RESPECT OF MAJOR AND CONNECTED TRANSACTION
IN RELATION TO THE COOPERATIVE AGREEMENT

Reference is made to (i) the announcement of Leyou Technologies Holdings Limited (the “**Company**”) dated 9 November 2018 (the “**Announcement**”), in relation to, among other things, information relating to the entering into of the Cooperative Agreement, (ii) the announcements of the Company dated 12 December 2018, 2 January 2019, 24 January 2019 and 20 February 2019 in relation to the delay in despatch of the circular for the Cooperation, (iii) the announcement of the Company dated 28 March 2019 in relation to the agreement on Long Stop Date, (iv) the announcement of the Company dated 5 June 2019 (the “**Further Announcement**”) in relation to the entering into of a supplemental cooperative agreement (the “**First Supplemental Agreement**”) and (v) the announcement of the Company dated 31 July 2019 (the “**Second Further Announcement**”) in relation to the entering into of a second supplemental cooperative agreement (the “**Second Supplemental Agreement**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement, the Further Announcement and the Second Further Announcement.

BACKGROUND

Pursuant to the Cooperative Agreement (as supplemented by the First Supplemental Agreement and Second Supplemental Agreement), the Company and MEGA have agreed to negotiate in good faith the terms of their cooperation in respect of the Remaining Games with a view to entering into a Definitive Agreement on the Remaining Games by 30 September 2019 or such other date as the Company and MEGA may agree in writing.

THIRD SUPPLEMENTAL AGREEMENT

As disclosed in the announcement of the Company dated 20 September 2019, the Company is currently in preliminary discussions with various independent potential investors in connection with possible transactions, which may take the form of a possible acquisitions of interests in the Company beneficially owned by Mr. Yuk or a possible acquisition of a substantial part of the business of the Group. In view of the said discussions, the Company wishes to postpone the ongoing negotiation with MEGA on the terms of their cooperation in respect of the Remaining Games until there is greater certainty on the structure of the said possible transactions. Accordingly, on 26 September 2019 (after the trading hours of the Stock Exchange), the Company and MEGA entered into a third supplemental cooperative agreement (the “**Third Supplemental Agreement**”) to amend certain terms and conditions of the Cooperative Agreement (as supplemented and amended from time to time) as follows:

- (1) the Long Stop Date will be revised from 30 November 2019 (as set out in the Second Further Announcement) to 29 February 2020 or such other date as the Company and MEGA may agree in writing; and
- (2) the entering into of the Definitive Agreement will be postponed from a date falling on or before 30 September 2019 (as set out in the Second Further Announcement) to a date falling on or before 31 December 2019 or such other date as the Company and MEGA may agree in writing.

Prior to the entry into of the Definitive Agreement, save for the above, all other terms and conditions of the Cooperative Agreement (as supplemented and amended from time to time) remain unchanged and in full force and effect.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Second Further Announcement, a Circular containing, among other things, (i) further information on the Cooperation and the Cooperative Agreement; (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to both the Independent Board Committee and the Independent Shareholders; and (iv) a notice of the EGM, is expected to be despatched to the Shareholders on or before 13 November 2019.

As additional time is required for the Company and MEGA to negotiate the terms of the Definitive Agreement and to prepare and finalise certain information to be included in the Circular, it is expected that the date of despatch of the Circular will be further postponed to a date falling on or before 12 February 2020.

By order of the Board
Leyou Technologies Holdings Limited
Xu Yiran
Chairman and Chief Executive Officer

Hong Kong, 26 September 2019

As at the date of this announcement, the Board comprises Mr. Xu Yiran (Chairman and Chief Executive Officer), Mr. Li Yang (Deputy Chairman), Mr. Gu Zhenghao and Mr. Cao Bo as executive Directors, Mr. Eric Todd as non-executive Director, and Mr. Hu Chung Ming, Mr. Chan Chi Yuen and Mr. Kwan Ngai Kit as independent non-executive Directors.