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REXLot Holdings Limited

御泰中彩控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 555)

DECLARATION OF THE CONDITIONAL SPECIAL INTERIM DIVIDEND

INTRODUCTION

Reference is made to the announcement of REXLot Holdings Limited (the “**Company**”) dated 5 January 2016 (the “**Announcement**”) in relation to the proposed disposal of the entire issued share capital of Multi Glory Limited and assignment of the Loan. Unless otherwise defined herein, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

CONDITIONAL SPECIAL INTERIM DIVIDEND

On 21 January 2016, the Board has declared a conditional special interim dividend of HK\$0.011 per Share (the “**Conditional Special Interim Dividend**”) which is conditional upon Completion and the fulfillment of the redemption obligation by the Company under the Bonds by 31 March 2016. The conditions set out above cannot be waived. Accordingly, if the Completion does not take place, the Conditional Special Interim Dividend will not be paid, in which case an announcement will be made by the Company.

The Conditional Special Interim Dividend will be payable in scrip form with a cash alternative to the Shareholders whose names appear on the register of members of the Company on the record date which will be determined by the Board after 31 March 2016. The Board will announce the record date after it has been determined. The payment of the Conditional Special Interim Dividend in scrip form is conditional upon the Listing Committee of The Stock Exchange granting the listing of and permission to deal in the new Shares to be issued as the scrip dividend. A circular giving full details of the Conditional Special Interim Dividend and the relevant election form will be sent to Shareholders as soon as practicable.

Share certificates for the scrip shares and/or cash dividend warrants are currently expected to be sent to Shareholders on or around 31 May 2016.

The distribution of the Conditional Special Interim Dividend is subject to Completion and the fulfillment of the redemption obligation by the Company under the Bonds by 31 March 2016. As such, the Conditional Special Interim Dividend may or may not be paid. Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

SUSPENSION OF TRADING

Reference is made to the announcements of the Company dated 29 June, 26 August, 19 October, 27 November 2015 and 5 January 2016 in relation to the suspension of trading of the Shares. The Company is preparing a clarification announcement with a detailed response to address the allegations in the report issued by Anonymous Analytics on 24 June 2015. The Company is committed to providing full and accurate disclosures and to rebut any false allegations which attempt to undermine confidence in the Company's business, management and operations. The clarification announcement will be published as soon as practicable. At the request of the Company, trading in the Shares on the Stock Exchange has been suspended since 11:33 a.m. on 24 June 2015 and will remain suspended pending the release of the clarification announcement.

By Order of the Board

Ng Yuen Yee

Company Secretary

Hong Kong, 21 January 2016

As at the date of this announcement, the Board comprises two executive directors namely Mr. Chan How Chung, Victor and Mr. Boo Chun Lon and three independent non-executive directors namely Mr. Yuen Wai Ho, Mr. Chow Siu Ngor and Mr. Lee Ka Lun.