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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)

SCRIP DIVIDEND SCHEME IN RELATION TO THE INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30 JUNE 2014 DETERMINATION OF MARKET VALUE OF THE SCRIP SHARES

INTRODUCTION

On 28 August 2014, the Board declared an interim dividend of 2.30 HK cents per Share for the six months ended 30 June 2014, 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.

MARKET VALUE OF THE SCRIP SHARES

For the purpose of calculating the number of Scrip Shares to be allotted pursuant to the Scrip Dividend Scheme, the market value of the Scrip Shares has been fixed at HK\$0.7486 per Share, which is the average closing price of one Share as quoted on the Stock Exchange for the five consecutive trading days commencing from Tuesday, 28 October 2014 and up to Monday, 3 November 2014 (both days inclusive), less 5% discount, rounding such figure to the nearest four decimal places (“Discounted Market Value”).

CALCULATION OF THE NUMBER OF SCRIP SHARES

The number of Scrip Shares which the Shareholders will receive in respect of their shareholdings as at the Record Date under the Scrip Dividend Scheme is calculated as follows:

$$\begin{array}{rcl} \text{Number of Scrip Shares} & & \text{Number of existing} \\ \text{to be received (round} & & \text{Shares held on the} \\ \text{down to the nearest} & = & \text{Record Date for which} \\ \text{whole number)} & & \text{cash election is not} \\ & & \text{made} \end{array} \times \frac{\text{HK\$0.023 (Interim Dividend per Share)}}{\text{HK\$0.7486 (Discounted Market Value per Scrip Share)}}$$

The number of Scrip Shares to be allotted to each Shareholder will be rounded down to the nearest whole number. Fractional entitlements to the Scrip Shares will not be allotted and will be disregarded and the benefit thereof will accrue to the Company. The Scrip Shares will rank pari passu in all respects with the existing issued Shares, except that they will not rank for the Interim Dividend.

DESPATCH OF CIRCULAR AND ELECTION FORM

A circular containing details of the Scrip Dividend Scheme together with the Election Form will be sent to the Shareholders on or before Thursday, 13 November 2014. Shareholders who wish to elect to receive the Interim Dividend wholly in cash or partly in cash and partly in Scrip Shares should complete and sign the Election Form in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, by 4:30 p.m. on Monday, 1 December 2014.

The deadline for submission of Election Forms will be adjusted if there is a tropical cyclone warning signal no. 8 or above, or a "black" rainstorm warning:

- (a) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on Monday, 1 December 2014. Instead the deadline for submission of Election Forms will be 5:00 p.m. on the same business day; or
- (b) in force in Hong Kong at any local time between 12:00 noon and 4:30 p.m. on Monday, 1 December 2014. Instead the deadline for submission of Election Forms will be rescheduled to 4:30 p.m. on the next business day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:30 p.m.

GENERAL INFORMATION

The Scrip Dividend Scheme is conditional upon the Listing Committee of the Stock Exchange granting the listing of and permission to deal in the Scrip Shares. Application will be made to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Scrip Shares.

It is expected that definitive certificates for the Scrip Shares and warrants for cash dividends will be despatched to the Shareholders entitled thereto on or around Wednesday, 10 December 2014 by ordinary post at their own risk and dealings in the Scrip Shares are expected to commence on or about Thursday, 11 December 2014.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires:

“Board”	the board of directors of the Company
“Company”	REXLot Holdings Limited, an exempted company incorporated in Bermuda with limited liability and the Shares of which are listed on the Stock Exchange
“Election Form”	the form of election in relation to the Scrip Dividend Scheme to be despatched to the Shareholders
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Interim Dividend”	the interim dividend of 2.30 HK cents per Share for the six months ended 30 June 2014 payable to the Shareholders whose names appeared on the register of members of the Company on the Record Date
“Record Date”	Friday, 31 October 2014, being the date for determining entitlements of the Shareholders to the Interim Dividend

“Scrip Dividend Scheme”	the allotment of Scrip Shares to Shareholders qualifying for the Interim Dividend, with an option receive their Interim Dividend wholly in cash in lieu of such allotment of Scrip Shares, or partly in cash and partly in the form of Scrip Shares
“Scrip Share(s)”	new Share(s) to be issued and credited as fully paid under the Scrip Dividend Scheme
“Share(s)”	ordinary share(s) of HK\$0.01 each in the capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board
Ng Yuen Yee
Company Secretary

Hong Kong, 3 November 2014

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.