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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)

HOLDING ANNOUNCEMENT

Reference is made to (i) the announcements of the Company dated 29 June, 26 August, 19 October and 27 November 2015 in relation to the suspension of trading of the Company's shares on the Stock Exchange pending the release of a clarification announcement, and (ii) the announcement of the Company dated 5 January 2016 (the “**Disposal Announcement**”) in relation to, among other things, the proposed disposal of the entire issued share capital of Multi Glory which will indirectly hold the entire interest of the Target Group (collectively, the “**Announcements**”). Capitalized terms herein shall bear the meanings as defined in the Announcements.

The Board wishes to provide an update to the shareholders and potential investors of the Company regarding the preparation of the clarification announcement, which will include detailed responses to the allegations in the Report issued by Anonymous Analytics on 24 June 2015. The clarification announcement is subject to clearance by the Stock Exchange and the Company has received a few rounds of comments from the Stock Exchange. The Company is preparing a further draft, and is in the course of collating information from its subsidiaries in the PRC and seeking advice from its professional advisers to respond to the Stock Exchange's comments.

The Company's management has been busy dealing in parallel with the matters arising from the convertible bonds issued by the Company and fundraising to fulfil the payment obligations in the event that bondholders exercise their put options in March 2016. The Group has made substantial progress in relation to fundraising and entered into the Sale and Purchase Agreement in relation to the Disposal on 4 January 2016. Please refer to the Disposal Announcement for further details of the Disposal.

As a result of the above, the Company is doing its best to finalize the clarification announcement and a further draft will be submitted to the Stock Exchange as soon as practicable.

At the request of the Company, trading in the shares of the Company 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.

Completion of the Disposal is conditional upon the satisfaction or, if applicable, waiver of the conditions set out in the section headed "Conditions Precedent" in the Disposal Announcement. Accordingly, the Disposal may or may not proceed. Shareholders and investors should exercise caution when dealing in the securities of the Company.

By Order of the Board
Ng Yuen Yee
Company Secretary

Hong Kong, 5 January 2016

As at the date of this announcement, the board of directors of the Company 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.