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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)

**(1) MAJOR AND CONNECTED TRANSACTION –
COMPLETION OF THE DISPOSAL;
(2) RELEVANT EVENT REDEMPTION OF THE PUT BONDS;
AND
(3) MATURITY OF THE 2017 BONDS**

This announcement is made by REXLot Holdings Limited (the “**Company**”) pursuant to Rule 13.09(2) of the Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Previous Announcements and the Circulars in relation to the Disposal and the Bonds Announcements in relation to the Bonds, which are available on the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.com).

The Board announces that the Disposal has completed, and as a result, members of the Disposal Group (including Multi Glory) have ceased to be subsidiaries of the Company.

As of the date of this announcement, the outstanding principal amount of the 2017 Bonds is HK\$255,729,733.92 and the outstanding principal amount of the 2019 Bonds is HK\$1,397,430,259.00. Based on the Relevant Event Redemption Notices received by the Company during the period from 28 December 2016 to and including 28 January 2017, the aggregate principal amount of 2017 Bonds that are subject to the Relevant Event Redemption Notices is HK\$252,052,285.92 and the aggregate principal amount of 2019 Bonds that are subject to the Relevant Event Redemption Notices is HK\$1,175,312,396.78. For the purposes of the Bonds Terms, the reference closing date is 14 February 2017. The Company will give notice in accordance with the Bonds Terms to redeem the Put Bonds in an aggregate amount of approximately HK\$1,452,639,000 on 27 February 2017 at their outstanding principal amount together with interest accrued to 27 February 2017.

As the 2017 Bonds will mature on 28 February 2017, the Company will, pursuant to the terms and conditions of the 2017 Bonds, redeem the then outstanding principal amount of the 2017 Bonds (being HK\$3,677,448.00) together with accrued and unpaid interest thereon on 28 February 2017.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires or unless otherwise defined, capitalised terms shall bear their respective meanings as defined in the Previous Announcements and the Circulars, and the following terms shall have the following meanings:

“Bonds”	collectively, the 6.00% convertible bonds due 2017 and the 4.50% convertible bonds due 2019 issued by the Company;
“Bonds Terms”	the terms and conditions of each of the Bonds, as supplemented and amended from time to time;
“Circulars”	the circulars of the Company dated 29 February 2016 and 30 September 2016;
“Company”	REXLot Holdings Limited, a company incorporated in Bermuda with limited liability whose Shares are listed on the Main Board of the Stock Exchange; and
“Previous Announcements”	the announcements of the Company dated 5 January 2016, 23 February 2016, 18 March 2016, 29 March 2016, 29 April 2016, 19 May 2016, 27 July 2016, 2 August 2016, 31 October 2016, 9 January 2017 and 27 January 2017.

By Order of the Board
Ng Yuen Yee
Company Secretary

Hong Kong, 14 February 2017

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.