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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) MEETINGS OF BONDHOLDERS AND CONSENT SOLICITATION IN RELATION TO

**THE 6.00% CONVERTIBLE BONDS DUE 2016
(ISIN: XS0683220650)**

AND

**THE 4.50% CONVERTIBLE BONDS DUE 2019
(ISIN: XS1057356773)**

AND

(2) OVERSEAS REGULATORY ANNOUNCEMENT

Reference is made to the announcement of the Company dated 20 August 2015 in relation to the occurrence of a Relevant Event pursuant to the terms and conditions of each of the 2016 Bonds and the 2019 Bonds and the Company's obligations to redeem any Put Bonds on the Relevant Event Redemption Date.

The Company proposes to request the 2016 Bondholders and the 2019 Bondholders, respectively, to agree to the Proposals under each Series by way of passing the relevant Extraordinary Resolutions.

PRINCIPAL TERMS OF THE PROPOSALS

The Proposals relate to the Company's request to the Bondholders of each Series to agree to delay the Relevant Event Redemption Date to 31 March 2016 (the "**Delayed Relevant Event Redemption Date**") on the following principal terms in respect of each Series (assuming the Extraordinary Resolutions are passed):

- (a) the Company will make a partial payment of 5% of the principal in respect of all but not some only of the Bonds (plus accrued interest on the Bonds) on 30 November 2015; and
- (b) the Relevant Event Redemption Date in respect of any Put Bonds (in respect of which no withdrawal right is exercised) will be delayed to the Delayed Relevant Event Redemption Date, and the Put Period End Date will be extended to the date falling 30 days prior to the Delayed Relevant Event Redemption Date.

In the Extraordinary Resolutions, the Bondholders will also be requested to provide a carve-out to the relevant event of default to ensure that the Company and its principal subsidiaries are permitted to dispose of assets, business or operations, where the net proceeds of such disposal are primarily applied towards the redemption or repayment of the Bonds (including interest), without triggering an event of default.

The Directors consider that the terms of the Proposals would not constitute a material change to the terms of the Bonds. The Stock Exchange has granted its approval in respect of the Proposals under Rule 28.05 of the Listing Rules.

THE BONDHOLDERS' MEETINGS AND THE EXTRAORDINARY RESOLUTIONS

The Notices will be given to the Bondholders on the date of this announcement pursuant to the Conditions to convene the Bondholders' Meetings, for the purpose of considering, and if appropriate, passing the Extraordinary Resolutions, on 14 October 2015 in respect of each Series, at 10:00 a.m. and 10:30 a.m. (Hong Kong time), respectively. The Proposals will only take effect if: (a) the Extraordinary Resolution in respect of each Series is passed; and (b) the Listing Rules Approval is obtained.

The required Listing Rules Approval has already been obtained.

CONSENT SOLICITATION

The Company has appointed Daiwa Capital Markets Hong Kong Limited as its consent solicitation agent to identify Bondholders and solicit Bondholders' votes in favour of the Extraordinary Resolutions. The Company proposes to, as part of the consent solicitation process, offer Bondholders who vote in favour of the Proposals in the prescribed manner a Consent Fee of 1% of the principal amount of the Bonds as an incentive for the Bondholders to identify themselves and to vote in favour of the Extraordinary Resolutions. It is expected that Kingly, a Connected Person of the Company, would also be entitled to receive a Consent Fee on the same terms as the other Bondholders who vote in favour of the relevant Extraordinary Resolution in the prescribed manner. The payment of the Consent Fee does not form part of the Proposals.

There is no assurance that the Extraordinary Resolutions will be passed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

SUSPENSION OF TRADING

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 a clarification announcement by the Company.

Reference is made to the announcement of the Company dated 20 August 2015 in relation to the occurrence of a Relevant Event pursuant to the terms and conditions of each of the 2016 Bonds and the 2019 Bonds and the Company's obligations to redeem any Put Bonds on the Relevant Event Redemption Date.

BACKGROUND

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. On 20 August 2015, the Company announced that a Relevant Event had occurred pursuant to the terms and conditions of each of the 2016 Bonds and the 2019 Bonds by virtue of the fact that the Shares had been suspended for trading for a period equal to or exceeding 30 consecutive Trading Days on the Stock Exchange. A Relevant Event having occurred, the Bondholders of each Series have the right, at each such Bondholder's option, to require the Company to redeem all or some only of such Bondholder's Bonds on 2 November 2015 (being the Relevant Event Redemption Date) at their principal amount together with interest accrued to the Relevant Event Redemption Date, in each case in accordance with the respective terms and conditions of the 2016 Bonds and the 2019 Bonds ("**Put Option**"). To exercise the Put Option, a Bondholder is required to give a notice ("**Relevant Event Redemption Notice**") on or before 19 October 2015 ("**Put Period End Date**"), being the date falling 60 days following the date on which notice of the Relevant Event was given to the Bondholders (any Bonds subject to a Relevant Event Redemption Notice being "**Put Bonds**").

The Company proposes to request the 2016 Bondholders and the 2019 Bondholders, respectively, to agree to the Proposals under each Series by way of passing the relevant Extraordinary Resolutions.

PRINCIPAL TERMS OF THE PROPOSALS

The Proposals relate to the Company's request to the Bondholders of each Series to agree to delay the Relevant Event Redemption Date to 31 March 2016 (the "**Delayed Relevant Event Redemption Date**") on the following principal terms in respect of each Series (assuming the Extraordinary Resolutions are passed):

- (a) the Company will make a partial payment of 5% of the principal in respect of all but not some only of the Bonds (plus accrued interest on the Bonds) on 30 November 2015 (collectively the "**Partial Redemption**") (i.e. the Company will make a partial payment of principal in respect of all but not some only of the Bonds on 30 November 2015 in the amount of HK\$5,000 in respect of each HK\$100,000 in principal amount of the 2016 Bonds and in the amount of HK\$100,000 in respect of each HK\$2,000,000 in principal amount of the 2019 Bonds, which will be paid together with accrued interest to (but excluding) 30 November 2015 in the amount of HK\$1,017 in respect of each HK\$100,000 in principal amount of the 2016 Bonds and in the amount of HK\$10,250 in respect of each HK\$2,000,000 in principal amount of the 2019 Bonds); and

- (b) the Relevant Event Redemption Date in respect of any Put Bonds (in respect of which no withdrawal right is exercised) will be delayed to the Delayed Relevant Event Redemption Date, and the Put Period End Date will be extended to the date falling 30 days prior to the Delayed Relevant Event Redemption Date (provided that any Bondholder who has given a Relevant Event Redemption Notice may withdraw such notice and any Relevant Event Redemption Notice may be given by any Bondholder not more than 60 days and not less than 30 days prior to the Delayed Relevant Event Redemption Date).

In the Extraordinary Resolutions, the Bondholders will also be requested to provide a carve-out to the relevant event of default to ensure that the Company and its principal subsidiaries are permitted to dispose of assets, business or operations, where the net proceeds of such disposal are primarily applied towards the redemption or repayment of the Bonds (including interest), without triggering an event of default.

The Proposals do not involve any extension of the conversion rights under the Bonds (as the final maturity date of the Bonds will not be extended) nor any modification of such conversion rights in favour of the Bondholders, and they will not affect the number of Shares issuable upon conversion of the Bonds.

The Directors consider that the terms of the Proposals would not constitute a material change to the terms of the Bonds. The Stock Exchange has granted its approval in respect of the Proposals under Rule 28.05 of the Listing Rules.

THE BONDHOLDERS' MEETINGS AND THE EXTRAORDINARY RESOLUTIONS

The Notices will be given to the Bondholders on the date of this announcement pursuant to the Conditions to convene the Bondholders' Meetings, for the purpose of considering, and if appropriate, passing the Extraordinary Resolutions, on 14 October 2015 in respect of each Series, at 10:00 a.m. and 10:30 a.m. (Hong Kong time), respectively.

The quorum at a Bondholders' Meeting for passing the Extraordinary Resolution will be a single voter (as long as the Bonds are represented by the global bond certificates or a single individual bond certificate) representing or holding not less than $66\frac{2}{3}$ per cent. of the aggregate principal amount of the outstanding Bonds. If a quorum is not present, the Bondholders' Meeting will be adjourned for not less than 14 days and not more than 42 days. At any adjourned meeting, the quorum for passing the Extraordinary Resolution will be a single voter (as long as the Bonds are represented by the global bond certificates or a single individual bond certificate) holding not less than 25 per cent. of the aggregate principal amount of the outstanding Bonds.

In order for the Extraordinary Resolution to be passed at a Bondholders' Meeting, it must be passed by a majority of not less than three quarters of the votes cast. If passed, the Extraordinary Resolution will be binding on all Bondholders, whether or not present at the relevant Bondholders' Meeting and whether or not voting, and the passing of the Extraordinary Resolution shall be conclusive evidence that the circumstances justify the passing thereto.

The Proposals will only take effect if: (a) the Extraordinary Resolution in respect of each Series is passed; and (b) the Listing Rules Approval is obtained. Therefore:

- (a) if the Extraordinary Resolution in respect of each Series is passed at any original or adjourned Bondholders' Meeting, the Company will execute the Supplemental Trust Deeds in relation to the Proposals as soon as practicable after such Bondholders' Meetings (provided the Listing Rules Approval is obtained);
- (b) if the Extraordinary Resolution in respect of either or both Series is rejected at any original or adjourned Bondholders' Meeting, the Company will not execute either Supplemental Trust Deed and none of the amendments contemplated by the Proposals will be effected in relation to either Series; and
- (c) if the original Bondholders' Meeting in respect of either Series is adjourned for want of quorum and the Extraordinary Resolution is passed in respect of the other Series, the Company will not execute the Supplemental Trust Deeds in relation to the Proposals relating to either Series unless and until the Extraordinary Resolution is also passed in the adjourned Bondholders' Meeting(s) when it is or they are reconvened following adjournment (provided that the Listing Rules Approval is obtained).

The required Listing Rules Approval has already been obtained.

The results of the Bondholders' Meetings will be published on the websites of (1) the Company at www.aplushk.com/clients/00555rexlot/index.html, (2) the Singapore Exchange Securities Trading Limited at www.sgx.com and (3) Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

REASONS FOR AND BENEFITS OF THE PROPOSALS

The Company is committed to fulfilling its redemption obligation triggered by the Relevant Event. The Directors are of the view that the Relevant Event was neither caused by mismanagement nor operations of the Group, but by the unexpected report issued by Anonymous Analytics on 24 June 2015, which contained errors of fact, misleading statements and unfounded accusations against the Company.

The Company is facing a near-term cash flow mismatch issue, primarily due to various constraints for the Group to remit funds out of Mainland China. Therefore, it will be challenging for the Company to obtain adequate offshore cash resources to repay in full the principal amount and accrued interest of the Bonds on 2 November 2015, being the original Relevant Event Redemption Date. The Company is proposing to seek the Bondholders' indulgence (through voting in favour of the Extraordinary Resolutions) to allow sufficient time for the Company to raise offshore cash resources.

The Company is in the process of evaluating and assessing various plans and options with a view to providing the Company with adequate resources to satisfy its redemption obligation under the Bonds. The options currently under consideration include (but are not limited to) the following:

- (i) *Transferring internal capital resources from Mainland China*: the Company has been considering ways to transfer funds out of Mainland China but the challenge is that applicable exchange control procedures would delay funds transfer. The Company will continue to explore means to remit funds out of Mainland China as soon as practicable.

- (ii) *Identifying strategic investors*: the Company has been looking for potential strategic investor(s) who would be able to create synergies with, and maximise the value of, the Group.
- (iii) *Seeking external funding resources*: the Company has been considering various external financing options (including equity or equity-linked financing and debt financing), but the challenge is that: (A) all kinds of equity or equity-linked financing would be difficult when resumption of trading in the Shares is still pending. Equity or equity-linked financing would have a dilutive impact on the existing shareholding of the Shareholders, and therefore in considering such option, the Company would also have to take into account the interests of the Shareholders. The feasibility of any equity or equity-linked financing is largely driven by market factors beyond the control of the Company. If the Company seeks to issue Shares beyond the size of the general mandate granted to its Directors by the Shareholders, specific approval of the Shareholders would be required which may create another layer of uncertainty; and (B) debt financing may also be difficult for the Company given its capital-light operation and limited profile in the debt capital markets. Therefore, the Company may not be in a position to secure a meaningful size of debt financing at this juncture.
- (iv) *Disposal of business(es) and corporate restructuring*: the Company has identified potential purchaser(s) of part of the Group's business(es) and is in the process of discussion with the relevant potential purchaser(s) in relation to such potential disposal.

The Proposals will allow the Company to continue to explore and formulate a comprehensive solution. Given the size of the funding requirement, it would take some time for the relevant approvals to be obtained and for the relevant negotiation and transactions to complete. That said, the Directors are confident that the Company would be able to finalize and complete such plans, and raise sufficient offshore cash resources for redemption of the relevant Bonds, by 31 March 2016 (being the Delayed Relevant Event Redemption Date).

It is expected that the total principal amount (excluding accrued interest) payable by the Company in respect of the Partial Redemption on the Partial Redemption Date under the Proposals would be approximately HK\$112,385,000. As a sign of support to the Company, Kingly (being a holder of the 2019 Bonds, in the principal amount of HK\$300,000,000, wholly-owned by Mr. Chan How Chung, Victor, who is an executive Director and a substantial shareholder (as defined in the Listing Rules) of the Company) has undertaken to the Company:

- (a) to provide a valid Block Voting Instruction in favour of the relevant Extraordinary Resolution;
- (b) to, if the Extraordinary Resolutions are passed and the Proposals are effective in relation to both Series, provide an unsecured and interest-free shareholder's loan to the Company in the amount of HK\$100,000,000, with an one-year term, to fund a significant part of the Company's Partial Redemption obligations;
- (c) to, subject to its receiving the relevant Consent Fee and Partial Redemption payment (each in respect of the Bonds it holds) from the Company, provide a further unsecured and interest-free shareholder's loan in the amount equal to the sum of such Consent Fee and Partial Redemption principal payment so received by it (expected to be in the total amount of approximately HK\$18,000,000) to the Company, also with an one-year term, to provide for the Company's general working capital; and
- (d) not to exercise the Put Option in relation to a Relevant Event in respect of the Bonds it holds.

The Directors are of the view that the passing of the Extraordinary Resolutions will be critical to the Company's successful finalization and implementation of the relevant plan and options (as discussed above) within a foreseeable timeframe. The Directors consider that if the Extraordinary Resolutions are not passed, the Company would be put in default under the Bonds and an unfavourable position in discussing and negotiating with the relevant parties on the relevant plan and options (as discussed above) and in implementing the same. While the Company is always committed to perform its obligations under the Bonds, the Directors believe that if the Proposals cannot be implemented, it would be more difficult for the Company to be able to commit to any concrete repayment schedule in respect of the Bonds.

The Directors consider that the interests of the Company, the Shareholders and the Bondholders as a whole may be materially and adversely affected if the Proposals are not approved and the Company is put in default under the Bonds, and it follows that it would be in the interests of the Company, the Shareholders and the Bondholders as a whole to implement the Proposals.

CONSENT SOLICITATION

Given the Directors consider that it is critical for the Proposals to be approved (for reasons discussed above), the Company has appointed Daiwa Capital Markets Hong Kong Limited as its consent solicitation agent to identify Bondholders and solicit Bondholders' votes in favour of the Extraordinary Resolutions. It is expected that the consent solicitation process will commence immediately after the Notices of the Bondholders' Meetings are given. The Company proposes to, as part of the consent solicitation process, offer Bondholders who vote in favour of the Proposals a Consent Fee of 1% of the principal amount of the Bonds (the subject of a Block Voting Instruction in favour of the relevant Extraordinary Resolution) as an incentive for the Bondholders to identify themselves and to vote in favour of the Extraordinary Resolutions (which is critical given the importance of the Proposals and the relatively high quorum and voting requirements for passing an Extraordinary Resolution). The Directors therefore consider that it is in the interests of the Company, the Shareholders and the Bondholders as a whole to pay the Consent Fee.

It is expected that the relevant Consent Fee will only be payable to Bondholders who provide a valid Block Voting Instruction in favour of the relevant Extraordinary Resolution and if the relevant Extraordinary Resolution is duly passed at the relevant Bondholders' Meeting and in respect of which Series the relevant Supplemental Trust Deed is executed and delivered. If a Bondholder attends and votes at the relevant Bondholders' Meeting, such Bondholder will not be eligible to receive any Consent Fee. Bondholders who (i) vote against the relevant Proposal, (ii) do not vote in respect of the relevant Proposal, (iii) elect to attend and vote at the Bondholders' Meeting (regardless of how they vote), or (iv) complete and deliver a Block Voting Instruction after the prescribed deadline, will not be entitled to receive any Consent Fee. It is expected that the total maximum amount of Consent Fee payable by the Company would be up to approximately HK\$22,477,000. The payment of the Consent Fee does not form part of the Proposals.

It is expected that Kingly, a Connected Person of the Company, would also be entitled to receive a Consent Fee on the same terms as the other Bondholders who vote in favour of the relevant Extraordinary Resolution in the prescribed manner. It is expected that the Consent Fee payable to Kingly would only be approximately HK\$3,000,000. Based on the best knowledge and belief of the Company, the other Bondholders and their ultimate beneficial owners are third parties independent of the Company and its Connected Persons.

The Directors consider that it would be prudent to regard the payment of the Consent Fee to the Bondholders as a notifiable transaction under Chapter 14 of the Listing Rules. The applicable percentage ratios in respect of the maximum amount of the Consent Fee payable by the Company to all Bondholders in total are less than 5%. The Directors consider that it would also be prudent to regard the payment of the Consent Fee to Kingly as a connected transaction under the Listing Rules. The applicable percentage ratios in respect of the amount of Consent Fee payable by the Company to Kingly are less than 0.1%.

Having taken into account that: (i) the Directors are confident that the Company would be able to raise sufficient offshore cash resources for redemption of the relevant Bonds by 31 March 2016 (being the Delayed Relevant Event Redemption Date); (ii) under the Proposals the Bondholders would be entitled to receive the Partial Redemption payments on 30 November 2015 (being the Partial Redemption Date); and (iii) the Company is offering Bondholders who vote in favour of the Proposals in the prescribed manner the Consent Fee, the Directors are of the view that the Bondholders' economic interests will not be materially prejudiced by the Proposals and therefore the Directors are recommending the Bondholders to vote in favour of the Proposals.

GENERAL

The Group is principally engaged in lottery system and games development business and distribution and marketing of lottery products in China.

This announcement is not a solicitation of consent with respect to any of the Bonds. The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

Forward-looking statements in this announcement are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve risks, uncertainties and assumptions and are difficult to predict with any precision. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for each of the Bonds, changes in the business and financial condition of the Group and changes in the capital markets in general.

There is no assurance that the Extraordinary Resolutions will be passed. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

SUSPENSION OF TRADING

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 a clarification announcement by the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires or unless otherwise defined, the following terms shall have the following meanings:

“2016 Bondholders”	the holders of the 2016 Bonds;
“2016 Bonds”	the HK\$1,393,700,000 6.00% convertible bonds due 2016 issued by the Company, of which HK\$347,700,000 in aggregate principal amount remains outstanding as at the date of this announcement;
“2019 Bondholders”	the holders of the 2019 Bonds;
“2019 Bonds”	the HK\$1,900,000,000 4.50% convertible bonds due 2019 issued by the Company, of which HK\$1,900,000,000 in aggregate principal amount remains outstanding as at the date of this announcement;
“Block Voting Instruction”	in relation to a Bondholders’ Meeting, an instruction issued by the relevant registrar certifying that the relevant Bonds have been blocked in an account with a Clearing System and will not be released until the conclusion of the relevant Bondholders’ Meeting (as adjourned, as the case may be) and that the relevant registrar has been instructed that the votes attributable to such Bonds are to be cast in a particular way;
“Board”	the board of Directors;
“Bondholders”	collectively, the 2016 Bondholders and the 2019 Bondholders, and each a “Bondholder”;
“Bondholders’ Meetings”	the meetings of the 2016 Bondholders and the 2019 Bondholders to be held at 10:00 a.m. (Hong Kong time) and 10:30 a.m. (Hong Kong time), respectively, at the offices of Clifford Chance at 27/F Jardine House, One Connaught Place, Central, Hong Kong, on 14 October 2015 as specified in each Notice and, where the context permits, any adjourned such meetings, at which the Bondholders will be asked to consider and, if thought fit, pass the relevant Extraordinary Resolution, subject to the necessary quorum being present, and each a “ Bondholders’ Meeting ”;
“Bonds”	collectively, the 2016 Bonds and the 2019 Bonds;
“Clearing Systems”	Clearstream Banking, <i>société anonyme</i> and Euroclear Bank S.A./N.V.;

“Company”	REXLot Holdings Limited, a company incorporated in Bermuda with limited liability whose Shares are listed on the Main Board of the Stock Exchange;
“Conditions”	the terms and conditions of the Bonds of each Series;
“Connected Person”	has the meaning ascribed to it under the Listing Rules;
“Consent Fee”	the consent fee payable to each Bondholder in respect of its Bonds that are the subject of a valid Block Voting Instruction in favour of the relevant Extraordinary Resolution and if the relevant Extraordinary Resolution is duly passed at the relevant Bondholders’ Meeting and in respect of which Series the relevant Supplemental Trust Deed is executed and delivered;
“Delayed Relevant Event Redemption Date”	31 March 2016;
“Directors”	the directors of the Company;
“Extraordinary Resolution”	in respect of each Series, the extraordinary resolution relating to the Proposals to be put to the Bondholders at the relevant Bondholders’ Meeting if the necessary quorum is present, as set out in the relevant Notice;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of the Hong Kong Special Administrative Region of the People’s Republic of China;
“Kingly”	Kingly Profits Corporation, a company incorporated in the British Virgin Islands with limited liability and is indirectly wholly-owned by Mr. Chan How Chung, Victor, an executive Director and substantial shareholder (as defined in the Listing Rules) of the Company;
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Listing Rules Approval”	approval of the terms of the Proposals by the Stock Exchange (and/or the Shareholders, if required) in accordance with the Listing Rules;
“Notices”	the respective notices both dated 22 September 2015 convening the Bondholders’ Meetings and setting out the Extraordinary Resolutions;
“Partial Redemption”	has the meaning ascribed to it in the section headed “Principal Terms of the Proposals” in this announcement;

“Partial Redemption Date”	30 November 2015;
“Proposals”	the proposals, the principal terms of which are as set out in the section headed “Principal Terms of the Proposals” in this announcement;
“Put Bonds”	any Bonds subject to a Relevant Event Redemption Notice;
“Put Option”	has the meaning ascribed to it in the section headed “Background” in this announcement;
“Put Period End Date”	has the meaning ascribed to it in the section headed “Principal Terms of the Proposals” in this announcement;
“Relevant Event”	“Relevant Event” as defined in the Conditions which, for the purposes of this announcement (and the undertaking given by Kingly as described in the section headed “Reasons for and Benefits of the Proposals” in this announcement) refers to a Relevant Event (occurring or existing as at any time on or prior to 31 March 2016) which occurs when the Shares cease to be listed or admitted to trading or suspended for trading for a period equal to or exceeding 30 consecutive Trading Days on the Stock Exchange;
“Relevant Event Redemption Date”	2 November 2015;
“Relevant Event Redemption Notice”	has the meaning ascribed to it in the section headed “Background” in this announcement;
“Securities Act”	the United States Securities Act of 1933, as amended;
“Series”	the 2016 Bonds or the 2019 Bonds, as the case may be;
“Shareholders”	holders of the Shares;
“Shares”	the shares of par value of HK\$0.01 each in the share capital of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Supplemental Trust Deed”	the trust deed supplemental to the Trust Deed in respect of the relevant Series, effecting the amendments approved by the relevant Extraordinary Resolution, and “ Supplemental Trust Deeds ” refers to the respective Supplemental Trust Deeds in respect of both Series;
“Trading Days”	a day when the Stock Exchange is open for dealing business provided that if no closing price is reported for one or more consecutive dealing days such day or days will be disregarded in any relevant calculation and shall be deemed not to have been dealing days when ascertaining any period of dealing days;

“Trust Deed”	the trust deed constituting each Series, as modified, supplemented and/or restated from time to time, between, inter alios, the Company and the Trustee, which constituted the relevant Bonds;
“Trustee”	The Bank of New York Mellon, London Branch;
“United States”	the United States of America; and
“%”	per cent.

By Order of the Board
Ng Yuen Yee
Company Secretary

Hong Kong, 22 September 2015

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.