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## **REXCAPITAL Financial Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 555)**

### **ANNOUNCEMENT**

This statement is made at the request of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The board of directors of REXCAPITAL Financial Holdings Limited (the “Company”) has noted the increase in price and trading volume of the shares of the Company today and wishes to state that it is not aware of any reason for such increases, save as disclosed below:

The board of directors of the Company (the “Board”) wishes to state that the Company has entered into a strategic alliance contract with an independent third party with a view to explore business development opportunity for the Company. Discussions in this respect are still taking place and no specific terms have been reached. Such discussions may or may not mature into any proposed transactions, which may or may not constitute notifiable transactions under Chapter 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”). The Company will comply with the requirements of the Listing Rules as and when appropriate.

The Board also confirms that save as disclosed above, there are no negotiations or agreements relating to intended acquisitions or realizations which are discloseable under Rule 13.23 of the Listing Rules, neither is the Board aware of any matter discloseable under the general obligation imposed by Rule 13.09 of the Listing Rules, which is or may be of a price-sensitive nature.

This announcement is made by the order of the Board, the directors of which individually and jointly accept responsibility for the accuracy of this announcement.

By Order of the Board  
**Chan How Chung, Victor**  
*Executive Director*

Hong Kong, 20 February 2006

*As at the date of this announcement, the Board comprises three executive directors namely Mr. Chan How Chung, Victor, Ms. Lee Huei Lin and Mr. Boo Chun Lon and three independent non-executive directors namely Mr. Yuen Wai Ho, Mr. On Kien Quoc and Mr. Chow Siu Ngor.*

Please also refer to the published version of this announcement in The Standard.