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REXCAPITAL Financial Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 555)

VERY SUBSTANTIAL ACQUISITION DELAY IN COMPLETION Extension of Long Stop Date

The board of directors (the “**Board**”) of REXCAPITAL Financial Holdings Limited (the “**Company**”) refers to the announcement dated 21 March 2007 (the “**Announcement**”) in relation to a very substantial acquisition involving the entering into by the Company of: (1) the EA Share Purchase Agreement with Excellot Assets and Mr. Guan under which the Company has agreed to acquire and Excellot Assets has agreed to sell the EA Sale Share and assign the EA Shareholder’s Loan; and (2) the SG Share Purchase Agreement with Sino Gateway and Mr. Fu under which the Company has agreed to acquire and Sino Gateway has agreed to sell the SG Sale Share and assign the SG Shareholder’s Loan (together the “**Agreements**”). Unless otherwise stated, terms used herein shall have the same meanings as those defined in the Announcement

It is provided under each of the Agreements that the conditions precedent thereunder shall be fulfilled or waived on or before 31 July 2007 (or such later date as the Company may in its absolute discretion determine and notify the relevant vendor in writing) (the “**Long Stop Date**”).

It is expected by the Board that, one of the conditions precedent under each of the Agreements, namely the receipt by the Company of a legal opinion by a firm of qualified lawyers in the PRC in such form and substance satisfactory to the Company, may not be fulfilled by 31 July 2007. As the Board considers that it is in the interest of the Company to continue with the transactions under the Agreements and as the Board is given to understand that the relevant PRC lawyers should be able to deliver an appropriate opinion to the Company within around two weeks, the Company has given written notice to each of Excellot Assets and Sino Gateway to extend the Long Stop Date under each of the Agreements to 17 August 2007.

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

Hong Kong, 31 July 2007

As at the date hereof, the executive directors of the Company are Mr. Chan How Chung, Victor and Mr. Boo Chun Lon. The independent non-executive directors of the Company are Mr. Yuen Wai Ho, Mr. Chow Siu Ngor and Mr. Lee Ka Lun.