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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)

PARTIAL EXERCISE OF OPTION FOR THE ISSUE OF 6% CONVERTIBLE BONDS DUE 2016

Reference is made to the announcement of REXLot Holdings Limited (the “**Company**”) dated 22 September 2011 (the “**Announcement**”) in relation to, among other things, the proposed issue of the principal amount of up to HK\$894,700,000, with an option (the “**Option**”) for the issue of an additional principal amount of up to HK\$145,500,000, of its 6% convertible bonds due 2016 (the “**Bonds**”). Unless otherwise stated, capitalised terms herein shall bear the same meanings as set out in the Announcement.

On 28 September 2011, the Company announced, among other things, that the issue of the Firm Bonds in the principal amount of HK\$816,900,000 had been completed.

Further to the issue of the Firm Bonds, the Company announces that the Lead Manager has partially exercised the Option to subscribe for the principal amount of HK\$70,000,000 of the Option Bonds (the “**Exercised Option Bonds**”), bringing the total issue size of the Bond Issue to HK\$886,900,000 in aggregate principal amount of the Bonds.

The Exercised Option Bonds shall, upon issue, be convertible into 113,360,323 ordinary shares of HK\$0.01 each in the capital of the Company at an initial conversion price of HK\$0.6175 (subject to adjustment) and shall be issued on the same terms, and shall rank *pari passu* with, the Firm Bonds. The Exercised Option Bonds are expected to be issued on 7 November 2011.

The gross proceeds and the net proceeds from the issue of the Exercised Option Bonds will be approximately HK\$70,000,000 and HK\$68,000,000 respectively. The Company intends to use the proceeds from the Bond Issue as general working capital and pursuing future opportunities identified in the lottery market in China, particularly in the new electronic lottery market.

As the completion of the issue of the Exercised Option Bonds is still subject to the satisfaction of the conditions precedent as prescribed under the Subscription Agreement, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board of
REXLot Holdings Limited
Ng Yuen Yee
Company Secretary

Hong Kong, 28 October 2011

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.