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RCG

RCG Holdings Limited

宏霸數碼集團（控股）有限公司*

(a company incorporated in Bermuda with limited liability)

(Stock Codes: HKSE: 802; AIM: RCG)

PROPOSED CHANGE OF AUDITORS

The Board announces that HLB Hodgson Impey Cheng will retire as the auditors of the Company with effect from the conclusion of the AGM and the Board proposes to appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company, subject to the approval of the Shareholders at the AGM.

The board of directors (the “**Board**”) of RCG Holdings Limited (the “**Company**”) announces that HLB Hodgson Impey Cheng will retire as auditors of the Company with effect from the conclusion of the forthcoming annual general meeting of the Company (the “**AGM**”).

In March 2012, the practice of HLB Hodgson Impey Cheng was reorganized as HLB Hodgson Impey Cheng Limited. The Board considers that it is in the interests of the Company and the shareholders of the Company (the “**Shareholders**”) as a whole if the auditors can continue to serve the Company. Therefore, a resolution for the appointment of HLB Hodgson Impey Cheng Limited as the auditors of the Company for the subsequent year is to be proposed at the forthcoming annual general meeting.

HLB Hodgson Impey Cheng has confirmed that there are no matters in connection with its retirement that need to be brought to the attention of the Shareholders. The Board also confirms that there are no circumstances in respect of the proposed change of auditors that need to be brought to the attention of the Shareholders.

By Order of the Board of
RCG Holdings Limited
Li Jinglong
Executive Director

Hong Kong, 17 April 2012

* For purpose of identification only

As at the date of this announcement, the Board comprises the following directors:

Executive Directors:

Li Jinglong

Zhang Ligong

Non-executive Director:

Tan Sri Dato' Nik Hashim Bin Nik Ab. Rahman

Raymond Chu Wai Man

Independent Non-executive Directors:

Li Mow Ming, Sonny

Liu Kwok Bond

Pieter Lambert Diaz Wattimena