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Rosedale Hotel Holdings Limited

珀麗酒店控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1189)

DESPATCH OF CIRCULAR AND CLARIFICATION ANNOUNCEMENT

References are made to the announcements of the Company (i) dated 23 June 2010 (the “**Announcement**”) in relation to the Repurchase Offer; (ii) dated 5 July 2010 in relation to the extension of the acceptance date of the Repurchase Offer and delay in despatch of the circular; and (iii) dated 5 August 2010 in relation to the close of the Repurchase Offer and level of acceptance. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

DESPATCH OF CIRCULAR

The Board announces that the circular of the Company (the “**Circular**”) containing, among other things, further details of the Repurchase Offer, the level of acceptance of the Repurchase Offer, the recommendation of the Independent Board Committee, the letter of advice of the independent financial adviser and a notice convening the SGM has been despatched by the Company to the Shareholders on 16 August 2010.

CLARIFICATION TO THE ANNOUNCEMENT

According to the Announcement, save and except that (i) CEL holds the Notes in principal amount of HK\$63,000,000; (ii) CEL is a substantial Shareholder beneficially interested in 10.72% of the issued share capital of the Company; and (iii) Ms. Chan Ling, Eva and Dr. Yap, Allan, executive Directors, are also directors of CEL, CEL and its associates do not have any other relationship with the Company. It was also stated in the Announcement that the Independent Board Committee comprising all the independent non-executive Directors, namely Mr. Kwok Ka Lap, Alva, Mr. Poon Kwok Hing, Albert and Mr. Sin Chi Fai, has been established to advise the Independent Shareholders on the Repurchase Offer. Subsequent to the Announcement, it was brought to the attention of the Company that Mr. Sin Chi Fai, an independent non-executive Director, is also an independent non-executive director of CEL. In order to avoid any potential conflicts of interests that may be perceived by the public by reason of Mr. Sin's directorships with both the Company and CEL, Mr. Sin Chi Fai would not act as a member of the Independent Board Committee. The Independent Board Committee has therefore been reconstituted and now comprises the other two independent non-executive Directors only, namely Mr. Kwok Ka Lap, Alva and Mr. Poon Kwok Hing, Albert. For further details, please refer to the Circular.

By Order of the Board
Rosedale Hotel Holdings Limited
Chan Ling, Eva
Managing Director

Hong Kong, 16 August 2010

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

Executive Directors:

Mr. Cheung Hon Kit (*Chairman*)
Ms. Chan Ling, Eva (*Managing Director*)
Dr. Yap, Allan
Mr. Chan Pak Cheung, Natalis

Independent non-executive Directors:

Mr. Kwok Ka Lap, Alva
Mr. Poon Kwok Hing, Albert
Mr. Sin Chi Fai