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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)

RESULT OF THE SPECIAL GENERAL MEETING HELD ON 10 APRIL 2012

The Board is pleased to announce that the Ordinary Resolution as set out in the Notice for approving the Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll at the SGM held on 10 April 2012.

Reference is made to the announcement of the Company dated 13 February 2012, the circular (the “**Circular**”) of the Company dated 21 March 2012 and the notice (the “**Notice**”) of the SGM dated 21 March 2012 in relation to, among other things, the Agreement and the transactions contemplated thereunder. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

RESULT OF THE SGM

The Board is pleased to announce that the ordinary resolution (the “**Ordinary Resolution**”) as set out in the Notice for approving the Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll at the SGM held on 10 April 2012.

As at the date of the SGM, the total number of issued Shares was 657,675,872 Shares. So far as the Company is aware, no Shareholder has a material interest in the Agreement and therefore no Shareholder is required under the Listing Rules to abstain from voting at the SGM. No Shareholder was entitled to attend and abstain from voting in favour of the Ordinary Resolution at the SGM as set out in Rule 13.40 of the Listing Rules. Accordingly, the total number of the Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolution at the SGM was 657,675,872 Shares, representing the entire issued share capital of the Company as at the date of the SGM. As stated in the Circular, Asia Will Limited, the substantial Shareholder holding approximately 195,706,000 Shares (representing approximately 29.8% of the issued share capital of the Company as at the date of the SGM), undertook to vote in favor of the Ordinary Resolution at the SGM. Asia Will Limited has confirmed that it had voted in favour of the Ordinary Resolution at the SGM. No Shareholder has indicated in the Circular that he/she/it intended to vote against or to abstain from voting on the Ordinary Resolution at the SGM.

The Company had appointed Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, as scrutineer for the vote-taking at the SGM.

The poll result in respect of the Ordinary Resolution is as follows:

Ordinary Resolution	Number of Shares (Approximate percentage (%) of total number of Shares voted)	
	For	Against
To approve the Agreement and the transactions contemplated thereunder	294,153,244 (99.88%)	347,749 (0.12%)

On the basis of the poll result as set out above, the Ordinary Resolution was duly passed by the Shareholders by way of poll at the SGM.

By Order of the Board
Rosedale Hotel Holdings Limited
Cheung Hon Kit
Chairman

Hong Kong, 10 April 2012

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

Executive Directors:

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

Independent Non-executive Directors:

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