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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)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 28 MAY 2015**

The Board of Rosedale Hotel Holdings Limited is pleased to announce that at the AGM held on Thursday, 28 May 2015, all the proposed resolutions set out in the notice of the AGM dated 24 April 2015 were duly passed by the Shareholders by way of poll.

Reference is made to the notice of AGM and the circular (the “**Circular**”) of the Company dated 24 April 2015. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

**POLL RESULTS OF THE AGM**

The Board is pleased to announce that at the AGM held on Thursday, 28 May 2015, all the proposed resolutions (the “**Resolutions**”) set out in the notice of AGM dated 24 April 2015 were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of the Shares in issue was 657,675,872 Shares, which was also the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the AGM. No Shareholders had stated in the Circular that he/she/it intended to vote against or abstain from voting on any of the Resolutions at the AGM.

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

The poll results of the Resolutions are as follows:

Ordinary Resolutions		Number of Shares (Approximate percentage (%) of total number of Shares voted)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements and the reports of the Directors and the Auditor for the year ended 31 December 2014	220,983,746 (99.97%)	60,000 (0.03%)
2.	(i) To re-elect Mr. Kwok Ka Lap, Alva as a Director	220,893,746 (99.93%)	150,000 (0.07%)
	(ii) To re-elect Mr. Poon Kwok Hing, Albert as a Director	220,893,746 (99.93%)	150,000 (0.07%)
	(iii) To re-elect Dr. Yap, Allan as a Director	220,968,246 (99.97%)	75,500 (0.03%)
3.	To authorise the Board of Directors to fix the remuneration of Directors	220,968,246 (99.97%)	75,500 (0.03%)
4.	To re-appoint Auditor and to authorise the Board of Directors to fix the remuneration of Auditor	220,893,746 (99.93%)	150,000 (0.07%)
5(A).	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution*	220,797,746 (99.89%)	246,000 (0.11%)
5(B).	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution*	220,983,746 (99.97%)	60,000 (0.03%)

5(C).	To extend the general mandate granted to the Directors to allot, issue and deal with shares of the Company pursuant to Resolution No. 5(A) by the aggregate nominal amount of the share capital of the Company repurchased by the Company pursuant to Resolution No. 5(B)*	220,797,746 (99.89%)	246,000 (0.11%)
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Special Resolutions		Number of Shares (Approximate percentage (%) of total number of Shares voted)	
		For	Against
6.	To approve the amendments to the existing Bye-Laws of the Company*	220,887,746 (99.93%)	156,000 (0.07%)
7.	To adopt the new Bye-Laws of the Company*	220,887,746 (99.93%)	156,000 (0.07%)

\* The full text of the resolution is set out in the notice of the AGM.

As more than 50% of the votes were cast in favour of each of the Resolutions Nos. 1 to 5(C), the Resolutions Nos. 1 to 5(C) were duly passed as ordinary resolutions.

As more than 75% of the votes were cast in favour of each of the Resolutions Nos. 6 and 7, the Resolution Nos. 6 and 7 were duly passed as special resolutions.

By Order of the Board  
**Rosedale Hotel Holdings Limited**  
**Law Sau Lai**  
*Company Secretary*

Hong Kong, 28 May 2015

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

*Executive Directors:*

Dr. Yap, Allan (*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