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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)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**結好證券有限公司**  
**GET NICE SECURITIES LIMITED**

The Board is pleased to announce that the Placing was completed on 8 June 2015 in accordance with terms and conditions of the Placing Agreement (as amended by the Supplemental Agreement) in which an aggregate of 131,535,174 Placing Shares have been successfully placed to not less than six Placees at the Placing Price of HK\$0.890 per Placing Share. The net proceeds from the Placing are approximately HK\$114.0 million.

Reference is made to the announcements of Rosedale Hotel Holdings Limited (the “Company”) dated 26 May 2015 and 27 May 2015 (the “**Announcements**”) in relation to the Placing. Terms used in this announcement have the same meanings as defined in the Announcements unless otherwise stated.

### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all the conditions set out in the Placing Agreement (as amended by the Supplemental Agreement) have been fulfilled and the Placing was completed on 8 June 2015. An aggregate of 131,535,174 Placing Shares, representing approximately 16.67% of the issued share capital of the Company immediately after

completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.890 per Placing Share. The Placing Agent, having made all reasonable enquires, confirmed that, to its best knowledge and belief, the Placees and their respective ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons. Also, none of the Placees has become a substantial shareholder (as defined in the Listing Rules) of the Company as a result of the Placing. The net proceeds from the Placing amounting to approximately HK\$114.0 million will be used for general working capital of the Group.

## SHAREHOLDING STRUCTURE

The shareholding structure of the Company immediately before and after completion of the Placing is as follows:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Asia Will Limited ("AWL") ( <i>Note 1</i> )	148,506,000	22.58	148,506,000	18.82
China Enterprises Limited ("CEL") and certain of its subsidiaries ( <i>Note 2</i> )	48,660,424	7.40	48,660,424	6.16
<b>Public Shareholders:</b>				
Placees	—	—	131,535,174	16.67
Others	460,509,448	70.02	460,509,448	58.35
<b>Total</b>	<b>657,675,872</b>	<b>100.00</b>	<b>789,211,046</b>	<b>100.00</b>

*Notes:*

1. AWL is a wholly-owned subsidiary of Leaptop Investments Limited which is in turn a wholly-owned subsidiary of Hanny Investment Group Limited. Hanny Investment Group Limited is a wholly-owned subsidiary of Hanny Magnetics (B.V.I) Limited which is in turn wholly-owned by Hanny Holdings Limited.
2. Million Good Limited and Cosmos Regent Ltd. are wholly-owned subsidiaries of CEL and they are interested in 5,334,870 Shares and 43,325,554 Shares respectively. CEL is therefore deemed to be interested in the Shares held by Million Good Limited and Cosmos Regent Ltd..

By Order of the Board  
**Rosedale Hotel Holdings Limited**  
**Dr. Yap, Allan**  
*Chairman*

Hong Kong, 8 June 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