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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 SPECIAL GENERAL MEETING HELD ON 10 DECEMBER 2019

The Board is pleased to announce that at the SGM held on Tuesday, 10 December 2019, all proposed resolutions set out in the Notice were duly passed by the Shareholders by way of poll.

Reference is made to (i) the circular (the “**Circular**”) of Rosedale Hotel Holdings Limited (the “**Company**”); and (ii) the notice (the “**Notice**”) of special general meeting (the “**SGM**”) of the Company set out in the Circular, both dated 4 November 2019. Unless otherwise specified, capitalised terms used herein shall have the same meaning as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that at the SGM held on Tuesday, 10 December 2019, all proposed resolutions set out in the Notice were duly passed by the Shareholders by way of poll.

As at the date of the SGM, the total number of issued Shares was 789,211,046, which was also the total number of Shares entitling the Shareholders to attend and vote on all resolutions proposed at the SGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the SGM pursuant to Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the SGM. No Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the SGM.

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

The poll results in respect of the resolutions proposed at the SGM were as follows:

Ordinary Resolutions		Number of Shares (Approximate percentage (%) of total number of Shares voted)	
		For	Against
1.	To approve the disposal agreement dated 23 November 2018 (as amended and supplemented by the supplemental agreement dated 22 May 2019 and the second supplemental agreement dated 22 September 2019) entered into between 洛陽鼎和電力建設有限公司 (Luoyang Dinghe Electric Construction Limited*) as purchaser and Shropshire Property Limited 索普物業有限公司 (being a wholly-owned subsidiary of the Company) as vendor in relation to, among other matters, the disposal of 60% equity interest of Luoyang Golden Gulf Hotel Company Limited (洛陽金水灣大酒店有限公司) at the consideration of RMB61 million and all the transactions contemplated thereunder.	293,732,463 (99.97%)	89,220 (0.03%)
2(A).	To approve the re-election of Mr. Lai Tsz Wah as a director of the Company.	293,778,782 (99.98%)	53,200 (0.02%)
2(B).	To approve the re-election of Mr. Dong Bo, Frederic as a director of the Company.	293,778,782 (99.98%)	53,100 (0.02%)
Special Resolution		Number of Shares (Approximate percentage (%) of total number of Shares voted)	
		For	Against
3.	To approve the Reduction of Share Premium (as defined in the Notice) and the transfer of the credit arising therefrom to the contributed surplus account of the Company.	293,662,282 (99.94%)	168,700 (0.06%)

* The English name of the entity is the transliteration of the Chinese name and shall not constitute the formal name of the relevant entity.

Note: The full text of resolutions numbered 1 and 3 was set out in the Notice.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 and 2, both resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of the resolution numbered 3, the resolution numbered 3 was duly passed as a special resolution of the Company.

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

Hong Kong, 10 December 2019

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Dr. Yap Allan (*Chairman*)
Mr. Lai Tsz Wah (*Managing Director*)
Mr. Dong Bo, Frederic
Mr. Wong Kui Shing, Danny

Independent Non-executive Directors:

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