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MANDARIN ENTERTAINMENT (HOLDINGS) LIMITED
東方娛樂控股有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 0009)

**(1) RESIGNATION OF DIRECTORS; AND
(2) RESULTS OF THE ANNUAL GENERAL MEETING REGARDING
THE PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

The Board announces that Ms. Wong Kit Fong and Mr. Tang Kai Kui, Terence have retired at the AGM held on 29 May 2008 and did not offer themselves for re-election as executive Director and independent non-executive Director respectively due to other business commitment.

The Board is also pleased to announce that the ordinary resolution relating to the proposed increase in authorised share capital of the Company was duly passed at the AGM by way of a show of hands.

References are made to the announcement and the circular of Mandarin Entertainment (Holdings) Limited (the “**Company**”) both dated 29 April 2008 in relation to, among other things, (1) the retirement of directors of the Company (the “**Directors**”); and (2) the proposed increase in authorised share capital of the Company.

RETIREMENT OF DIRECTORS

The board (the “**Board**”) of Directors announces that Ms. Wong Kit Fong (“**Ms. Wong**”) and Mr. Tang Kai Kui, Terence (“**Mr. Tang**”) have retired and did not offer themselves for re-election as executive Director and independent non-executive Director respectively at the annual general meeting of the Company held on 29 May 2008 (the “**AGM**”) due to other business commitment.

Each of Ms. Wong and Mr. Tang confirmed that he/she has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise and there is no disagreement with the Board and there are no matters relating to his/her retirement that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Besides acting as an independent non-executive Director, Mr. Tang is also a member of the audit committee and the chairman of the remuneration committee of the Company. After the retirement of Mr. Tang, the number of independent non-executive Directors and the number of audit committee members fall below the minimum requirement pursuant to Rule 3.10 and Rule 3.21 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) respectively. As such, the Board will make its best endeavours to seek suitable candidate for filling the casual vacancy on the Board for the positions of independent non-executive Director, member of audit committee and member of remuneration committee of the Company within three months from the date of Mr. Tang’s retirement. Further announcement will be made by the Company upon the new Director be appointed and upon fulfilling the requirement under Rule 3.10 and Rule 3.21 of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Wong and Mr. Tang for their valuable contributions to the Company during the past years.

RESULTS OF THE AGM

The Board is also pleased to announce that the ordinary resolution relating to the proposed increase in authorised share capital was duly passed by the shareholders of the Company by way of a show of hands at the AGM held on 29 May 2008.

By order of the Board
**Mandarin Entertainment (Holdings)
Limited**
Wong Pak Ming
Chairman

Hong Kong, 29 May 2008

As at the date of this announcement, the Board comprises five Directors. The executive Directors are Mr. Wong Pak Ming (Chairman), Ms. Wong Yee Kwan, Alvina and Ms. Law Kee, Alice; and the independent non-executive Directors are Mr. Choy Sze Chung, Jojo and Mr. Tsui Pui Hung.

* *for identification purpose only*