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ROADSHOW HOLDINGS LIMITED

路訊通控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 888)

PROPOSED AMENDMENTS TO BYE-LAWS OF THE COMPANY

The Directors intend to put forward to the Shareholders a proposal to amend the Bye-laws of the Company in order to (i) give the Company more flexibility in relation to its dividend policy and (ii) bring the constitution of the Company in line with amendments of the Companies Act 1981 of Bermuda pursuant to the Companies Amendment (No. 2) Act 2011 in Bermuda which became operative on 18 December 2011.

The amendments to the Bye-laws are subject to approval of the Shareholders by way of passing special resolutions to be proposed at the AGM.

PROPOSED AMENDMENTS TO BYE-LAWS OF THE COMPANY

The directors (the “**Directors**”) of RoadShow Holdings Limited (the “**Company**”) propose to seek the approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolutions for the amendments to the Bye-laws of the Company at the forthcoming annual general meeting of the Company (the “**AGM**”), in order to (i) give the Company more flexibility in relation to its dividend policy and (ii) bring the constitution of the Company in line with amendments of the Companies Act 1981 of Bermuda pursuant to the Companies Amendment (No. 2) Act 2011 in Bermuda which became operative on 18 December 2011.

The amendments to the Bye-laws are subject to approval of the Shareholders by way of passing special resolutions to be proposed at the AGM.

** For identification purposes only*

A circular containing, amongst others, further information in respect of the proposed amendments to the Bye-laws and a notice of AGM will be despatched to the Shareholders on or before 11 April 2012.

By Order of the Board
MAN Miu Sheung
Company Secretary

Hong Kong, 5 April 2012

As at the date of this announcement, the directors of the Company are Dr. John CHAN Cho Chak, GBS, JP as Chairman and Non-executive Director; Mr. YUNG Wing Chung and Ms. Winnie NG as Deputy Chairmen and Non-executive Directors; Dr. Carlye Wai-Ling TSUI, BBS, MBE, JP, Dr. Eric LI Ka Cheung, GBS, OBE, JP and Professor Stephen CHEUNG Yan Leung, BBS, JP as Independent Non-executive Directors; Mr. MO Tik Sang as Managing Director; Mr. MAK Chun Keung, Mr. John Anthony MILLER, SBS, OBE and Mr. Edmond HO Tat Man as Non-executive Directors.