

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Oriental City Group Holdings Limited
奧思知集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8325)

**CHANGE IN SHAREHOLDING STRUCTURE IN
THE CONTROLLING SHAREHOLDER**

The Board was notified by OCG Asia, the controlling shareholder of the Company, that the Placing of new shares in the share capital of OCG UK, the ultimate holding company of OCG Asia, has been completed on 26 November 2010.

Immediately after the Placing, Straum Investments has ceased to be the controlling shareholder of OCG UK while remain to be the single largest shareholder of OCG UK interested in approximately 23.6% of its entire issued share capital as enlarged by the Placing.

This announcement is made pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprises Market of The Stock Exchange.

The board (the “**Board**”) of directors (each a “**Director**”) of Oriental City Group Holdings Limited (the “**Company**”) was notified by Oriental City Group Asia Limited (“**OCG Asia**”), the controlling shareholder (as defined under the GEM Listing Rules) of the Company interested in 67% of the entire issued share capital of the Company as at the date hereof, that the placing (the “**Placing**”) of 18,000,000 shares in the share capital of Oriental City Group plc (“**OCG UK**”), being the ultimate holding company of OCG Asia, has been completed on 26 November 2010.

Immediately after the Placing, the issued share capital of OCG UK has been increased from 45,675,933 shares to 63,675,933 shares, and the shareholding of Straum Investments Limited (“**Straum Investments**”), a company the entire issued share capital of which is legally and beneficially owned by Mr. Yu Chun Fai (“**Mr. Yu**”), the chairman of the Board, in OCG UK has been diluted from approximately 32.9% to approximately 23.6%. As such, Straum Investments has ceased to be the controlling shareholder of OCG UK while remain to be the single largest shareholder of OCG UK immediately after the Placing.

By order of the Board of
Oriental City Group Holdings Limited
Yu Chun Fai
Chairman

Hong Kong, 26 November 2010

As of the date of this announcement, the executive Director is Mr. Yu Chun Fai, the non-executive Director is Ms. Wong Lai Chun, and the independent non-executive Directors are Mr. Chan Chun Wai, Mr. Chan Wing Cheung, Joseph and Mr. Tsang Siu Tung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page and the website of the Company at <http://www.ocg.com.hk> for at least seven days from the day of its posting.