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GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 23.06A of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Oriental City Group Holdings Limited (the “**Company**”) hereby announces that the Company granted share options (the “**Share Options**”) to certain eligible persons (the “**Grantees**”) to subscribe for a total of 54,000,000 ordinary shares of HK\$0.01 each in the share capital of the Company (the “**Shares**”) subject to and upon the terms and conditions of the share option scheme adopted by the Company on 14 August 2009 (the “**Share Option Scheme**”), subject to acceptance by the Grantees. The details of the Share Options granted are set out as follows:

Date of grant : 19 November 2013 (the “**Date of Grant**”)

Exercise price of the Share Options granted : HK\$1.66 per Share (rounded upwards to the nearest whole cent)

(being not less than the highest of (i) HK\$0.01, being the nominal value of each Share; (ii) HK\$1.656, being the average of the closing prices of the Shares as stated in the daily quotations sheet issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) HK\$1.64, being the closing price of the Shares as stated in the daily quotations sheet issued by the Stock Exchange on the Date of Grant)

- Number of Share Options granted : 54,000,000 Share Options (each Share Option shall entitle the Grantees to subscribe for one Share)
- Closing price of the Shares on the Date of Grant : HK\$1.64 per Share
- Validity period of the Share Options : The Share Options granted shall be exercisable for a period of five years from the Date of Grant, subject to the provisions for early termination contained in the Share Option Scheme and certain vesting conditions applicable to the relevant Grantee(s)

Among the Share Options granted above, 8,000,000 Share Options were granted to the following Directors:

Name of Director	Position	Number of Share Options granted
Cao Guoqi	Executive Director	6,000,000
Fung Weichang	Executive Director	2,000,000

The grant of the Share Options to the above Directors has been approved by the independent non-executive Directors in accordance with Rule 23.04(1) of the GEM Listing Rules.

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined in the GEM Listing Rules).

By Order of the Board
Oriental City Group Holdings Limited
Cheng Nga Ming Vincent
Chairman

Hong Kong, 19 November 2013

As at the date of this announcement, the Board comprises (i) four executive Directors, namely, Mr. Cheng Nga Ming Vincent, Ms. Cheng Nga Yee, Mr. Cao Guoqi and Mr. Fung Weichang; (ii) one non-executive Director, namely, Mr. Zhang Huaqiao; and (iii) three independent non-executive Directors, namely, Mr. Lee Kin Fai, Mr. Wang Yiming and Mr. Lu Dongcheng.

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 “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company’s website at www.ocg.com.hk.