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POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 DECEMBER 2013

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of Oriental City Group Holdings Limited (the “**Company**”) dated 4 December 2013 (the “**Circular**”) in relation to, inter alia, the Proposed Refreshment of General Mandate and the Proposed Refreshment of Scheme Mandate Limit. Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that at the EGM held on 20 December 2013, the resolutions set out in the notice of the EGM were duly passed by the Independent Shareholders or the Shareholders (as the case may be) by way of poll.

The Company's share registrar in Hong Kong, Union Registrar Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. Set out below are the poll results in respect of the resolutions proposed at the EGM:

Ordinary Resolutions		No. of Shares voted (approximate percentage of total number of votes cast)	
		For	Against
1.	To approve the Proposed Refreshment of General Mandate	100,900,000 (100%)	0 (0%)
2.	To approve the Proposed Refreshment of Scheme Mandate Limit	100,900,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the resolution numbered 1 at the EGM, resolution numbered 1 was duly passed as an ordinary resolution of the Company.

As more than 50% of the votes were cast in favour of the resolution numbered 2 at the EGM, resolution numbered 2 was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, a total of 720,000,000 Shares were in issue. The total number of Shares entitling the holders to attend the EGM and vote for or against the resolutions (other than the resolution numbered 1) was 720,000,000 Shares.

The total number of Shares entitling the Independent Shareholders to attend and vote for or against the resolution numbered 1 at the EGM was 450,000,000 Shares (representing 62.5% of the total issued share capital of the Company as at the date of the EGM). As stated in the Circular, Tian Li Holdings Limited, Mr. Cheng Nga Ming Vincent and their respective associates, which held 270,000,000 Shares (representing 37.5% of the issued share capital of the Company as at the date of the EGM), were required to, and did, abstain from voting on the resolution numbered 1 at the EGM.

Save as disclosed above, there was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM, and no other Shareholders were required under the GEM Listing Rules to abstain from voting on the resolutions at the EGM.

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

Hong Kong, 20 December 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 herein or 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.