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## **SUPPLEMENTAL ANNOUNCEMENT IN RESPECT OF A POSSIBLE ACQUISITION**

This announcement is made by Oriental City Group Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement (the “**Announcement**”) of the Company dated 26 February 2013 regarding the entering into of a non-legally binding memorandum of understanding in relation to a possible acquisition of interests in the issued share capital of a target company, which is, together with its subsidiaries, principally engaged in the payment card business in the People’s Republic of China. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Group is still in the course of conducting the Due Diligence Review on the Target Group. Accordingly, the Board announces that after trading hours of the Stock Exchange on 12 April 2013, the Group entered into a side letter (the “**Side Letter**”) with the vendor, pursuant to which the parties to the Side Letter agreed to extend the date for signing of the Formal Agreement, which shall take place no later than 13 May 2013 (or such later date as the parties to the Side Letter may otherwise agree).

Save for the above, all other terms and conditions of the MOU shall remain in full force and effect.

The terms of the Side Letter were arrived at after arm’s length negotiations between the parties to the MOU. The Board considers that the entering into of the Side Letter is in the interests of the Company and the Shareholders as a whole.

The Company will make further announcement(s) regarding the progress of the Possible Acquisition as and when appropriate.

By Order of the Board  
**ORIENTAL CITY GROUP HOLDINGS LIMITED**  
**Cheng Nga Ming Vincent**  
*Chairman*

Hong Kong, 12 April 2013

*As at the date of this announcement, the Board comprises (i) two executive Directors, namely, Mr. Cheng Nga Ming Vincent and Ms. Cheng Nga Yee; (ii) one non-executive Director, namely, Mr. Zhang Huaqiao; and (iii) three independent non-executive Directors, namely, Mr. Chan Chun Wai, Mr. Lee Kin Fai and Mr. Chow King Lok.*

*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](http://www.hkgem.com) for at least 7 days from the date of its posting and on the website of the Company at [www.ocg.com.hk](http://www.ocg.com.hk).*