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**Tian Li Holdings Limited**  
*(Incorporated in the British Virgin Islands  
with limited liability)*

**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)

## **JOINT ANNOUNCEMENT**

**DELAY IN DESPATCH OF COMPOSITE DOCUMENT  
RELATING TO  
UNCONDITIONAL MANDATORY CASH OFFER BY  
KINGSTON SECURITIES LIMITED  
FOR AND ON BEHALF OF TIAN LI HOLDINGS LIMITED  
FOR ALL THE ISSUED SHARES IN  
ORIENTAL CITY GROUP HOLDINGS LIMITED  
(OTHER THAN THOSE ALREADY OWNED  
BY TIAN LI HOLDINGS LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

An application has been made to the SFC for an extension of the latest date to despatch the Composite Document (as defined below) to no later than 3 March 2011.

Reference is made to the joint announcement jointly made by Oriental City Group Holdings Limited (the “**Company**”) and Tian Li Holdings Limited (the “**Offeror**”) dated 13 January 2011 (the “**Joint Announcement**”) in relation to, among other things, the Offer. Terms used herein shall have the same meanings as those defined in the Joint Announcement unless otherwise specified herein.

Pursuant to Rule 8.2 of the Takeovers Code, the composite offer and response document (the “**Composite Document**”) together with the forms of acceptance and transfer (the “**Form of Acceptance**”) regarding the Offer is required to be despatched to the Shareholders within 21 days of the date of the Joint Announcement, that is, on or before 3 February 2011.

However, since additional time is required to finalise certain information to be included in the Composite Document, in particular the financial information of the Group (including a statement of indebtedness to be set out in the Composite Document), the Composite Document and Form of Acceptance will not be despatched on 3 February 2011. The Executive has granted consent for an extension of the latest date to despatch the Composite Document and Form of Acceptance to no later than 3 March 2011.

By order of the board of directors of  
**Tian Li Holdings Limited**  
**Cheng Nga Ming Vincent**  
*Director*

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

Hong Kong, 1 February 2011

*As at the date of this joint announcement, the directors of the Offeror are Mr. Cheng and Ms. Cheng.*

*As at the date of this joint announcement, the Board comprises one executive Director, namely Mr. Yu Chun Fai, one non-executive Director, namely Ms. Wong Lai Chun, and three independent non-executive Directors, namely Mr. Chan Chun Wai, Mr. Chan Wing Cheung, Joseph and Mr. Tsang Siu Tung.*

*All Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*All the directors of the Offeror jointly and severally accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Vendor and parties acting in concert with them), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts relating to the Offeror not contained in this joint announcement, the omission of which would make any such statement contained in this joint announcement misleading.*

*This joint announcement, for which the directors of the issuer 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 issuer. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this joint 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 joint announcement misleading.*

*This joint announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page 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).*