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中國東方文化集團有限公司
China Oriental Culture Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2371)

PROFIT WARNING ANNOUNCEMENT

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that it is expected that the consolidated results of the Group for the year ended 31 December 2010 will experience a substantial increase in loss as compared to the results of last year.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by China Oriental Culture Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company and potential investors that it is expected that the consolidated results of the Group for the year ended 31 December 2010 will experience a substantial increase in loss as compared to the results of last year. The increase in loss was mainly attributable to the loss on disposal of finance assets at fair value through profit or loss, decrease in fair value changes of financial assets at fair value through profit or loss, the imputed interest expense on the convertible notes and amortization of intangible assets arising from the acquisition of the Precious Luck Enterprises Limited. The loss will not affect the cash flow and current assets of the Group materially as the substantial part of the loss is non-cash in nature.

As the Company is still in the process of finalizing the results of the year ended 31 December 2010, the information contained in this announcement is only based on information currently available to the Group and the preliminary assessment based on the unaudited management accounts of the Group. It is not based on any figures or information that has been audited or reviewed by the Company’s auditor and remains subject to finalization and necessary adjustments. Subject to approval of the Board, the audited financial results of the Group for the year ended 31 December 2010 are expected to be announced by the Company in late March 2011.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

On behalf of the Board
China Oriental Culture Group Limited
Chen Fu Ju
Executive Director

Hong Kong, 11 March 2011

As at the date of this announcement, the Board comprises Ms. Chan Shui Sheung Ivy, Ms. So Wai Lam, Mr. Liu Yong Fei, Mr. Tin Ka Pak, Mr. Chen Fu Ju and Mr. Li Qing being executive directors, Mr. Chow Shiu Ki, Mr. Wu Xian, Mr. Leung Siu Kee and Mr. Zhao Yong being the independent non-executive directors.