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Overseas Chinese Town (Asia) Holdings Limited
華僑城(亞洲)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03366)

POSITIVE PROFIT ALERT

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

The Board wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a significant increase in profit for the year ended 31 December 2011 as compared to the profit recorded in the year ended 31 December 2010.

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

This announcement is made by Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”, 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 (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a significant increase in profit for the year ended 31 December 2011 as compared to the profit recorded in the year ended 31 December 2010 mainly due to the growth in the packaging business and in the comprehensive development business of Chengdu Tianfu OCT Industry Development Company Limited (成都天府華僑城實業發展有限公司), a subsidiary of the Company, together with the share of profit of Overseas Chinese Town (Xi’an) Industry Company Limited (西安華僑城實業有限公司).

This positive profit alert announcement is only based on the Company's preliminary review of the consolidated management accounts of the Group, which is subject to the finalisation and which has not been reviewed nor audited by the Company's auditors.

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

By order of the Board of
Overseas Chinese Town (Asia) Holdings Limited
Wang Xiaowen
Chairman

Hong Kong, 22 February 2012

As at the date of this announcement, the board of directors of the Company comprises seven Directors, namely: Ms. Wang Xiaowen, Ms. Xie Mei and Mr. Zhou Guangneng as executive Directors; Mr. He Haibin as non-executive Director; Ms. Wong Wai Ling, Mr. Xu Jian and Mr. Lam Sing Kwong Simon as independent non-executive Directors.