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**OCEAN GRAND HOLDINGS LIMITED**

**(Provisional Liquidators Appointed)**

**海域集團有限公司 \***

**(已委任臨時清盤人)**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1220)**

**NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR OF 2011**

**NOTICE IS HEREBY GIVEN** that an annual general meeting for the year of 2011 (the “**AGM**”) of Ocean Grand Holdings Limited (Provisional Liquidators Appointed) (the “**Company**”) will be held at Room 704, 3 Lockhart Road, Wanchai, Hong Kong on 30 August 2011 at 11:30 a.m. or immediately after the annual general meeting for the year of 2010 for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

**AS ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Company, reports of the directors and the independent auditors’ report for the year ended 31 March 2011;
2. To re-elect Dr. Hui Ho Ming, Herbert, J.P., Mr. Kwan Man Wai, Mr. Li Lee Cheung, Mr. Chin Chang Keng, Raymond and Ms. Ang Mei Lee, Mary as directors of the Company and to authorize the board of directors of the Company (the “**Board**”) to fix the directors’ remuneration and such remuneration is to be approved by the Provisional Liquidators; and
3. To re-appoint Ray W. H. Chan & Co. as the auditors of the Company and the auditors’ remuneration be fixed by the Board and approved by the Provisional Liquidators.

By Order of the Board of  
**Ocean Grand Holdings Limited**  
**(Provisional Liquidators Appointed)**  
**Chin Chang Keng, Raymond**  
*Director*

\* *For identification purpose only*

*Registered Office:*  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

*Principal place of  
business in Hong Kong:*  
35/F., One Pacific Place  
88 Queensway, Hong Kong

Hong Kong, 29 July 2011

*Notes:*

1. Any member of the Company entitled to attend and vote at the AGM is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him to attend and vote on his behalf.
2. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority must be deposited at the branch share registrar of the Company, Tricor Tengis Limited, at 26th floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
3. Completion and return of the form of proxy will not preclude a member from attending in person and voting at the AGM or any adjournment thereof, should he so wish, and in such event the form of proxy shall be deemed to be revoked.
4. As far as the directors and the provisional liquidators of the Company are aware, no shareholders of the Company have material interests in the transactions contemplated and nobody is required to abstain from voting on resolutions.
5. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the shareholders at a general meeting must be taken by poll. Therefore, the Chairman of the AGM will demand that all resolutions will be voted by way of poll at the AGM pursuant to bye-law 66(a).

*As at the date of this notice, the Board of the Company comprises seven directors, namely Dr. Yip Kim Po<sup>#</sup>, Dr. Hui Ho Ming, Herbert, JP, Mr. Kwan Man Wai, Mr. Li Lee Cheung, Ms. Yip Wan Fung<sup>#</sup>, Mr. Chin Chang Keng, Raymond and Ms. Ang Mei Lee, Mary.*

*Please also refer to the published version of this notice on the Company's website: <http://www.ogh-1220.info>.*

<sup>#</sup> *Dr. Yip Kim Po's and Ms. Yip Wan Fung's duties as directors were suspended by the Board until further notice.*