

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA NEW TOWN DEVELOPMENT COMPANY LIMITED

中國新城鎮發展有限公司

(Incorporated as a business company limited by shares under the laws of the British Virgin Islands)

(Stock Code: 1278)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 5 SEPTEMBER 2022

POLL RESULTS OF EGM

The board of directors of China New Town Development Company Limited (the “**Company**” and the “**Board**”, respectively) is pleased to announce that the proposed ordinary resolution as set out in the notice of the extraordinary general meeting of the Company (the “**EGM**”) dated 18 August 2022 (the “**EGM Notice**” and the “**Proposed Resolution**”, respectively) was duly passed by the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the EGM held on Monday, 5 September 2022.

As at the date of the EGM, there were 9,726,246,417 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolution at the EGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolution at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Proposed Resolution at the EGM. None of the Shareholders has stated in the Company’s circular dated 18 August 2022 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolution at the EGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the EGM.

Save for Mr. Li Yao Min, all of the other Directors attended the EGM in person or by electronic means.

The poll results in respect of the Proposed Resolution put to the vote of the EGM are set out as follows:

Ordinary Resolution		Number of Votes (%) <small>(Note)</small>	
		For	Against
1.	<p>(a) To approve, confirm and ratify the agreement dated 30 June 2022 (the “Agreement”) entered into among Shenyang Wanrun New Town Investment Management Company Limited* (瀋陽萬潤新城投資管理有限公司) (the “Purchaser”), China New Town Development (Shenyang) Company Limited* (中國新城鎮發展(瀋陽)有限公司) (the “Vendor”), an indirect wholly-owned subsidiary of the Company, the Company and Beijing Xincheng Kaiyuan Asset Management Company Limited* (北京新成開元資產管理有限公司), an indirect wholly-owned subsidiary of the Company (as supplemented by the confirmation letter in relation thereto dated 12 August 2022 (the “Confirmation Letter”), pursuant to which the Vendor has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase, the Sale Equity, the terms and conditions thereof and the transactions contemplated thereunder;</p> <p>(b) To approve, confirm and ratify the listing of the Sale Equity (inclusive of the Accrued Payables) on the Shenyang Assets Exchange and Equity Exchange* (瀋陽聯合產權交易所) (“Shenyang Assets Exchange”) at a minimum price not lower than the Purchase Price;</p> <p>(c) To approve, confirm and ratify the sale of the Sale Equity by the Vendor to such third party (the “Third Party Sale”) at a consideration no less than the Purchase Price offered by the Purchaser under the Agreement (as supplemented by the Confirmation Letter) in accordance with the rules of the Shenyang Assets Exchange, in the event that the Sale equity is successfully bid by a third party other than the Purchaser or its nominee on the Shenyang Assets Exchange; and</p> <p>(d) any one of the executive directors of the Company (“Executive Director(s)”) be and is hereby authorised to do all such acts and things, to sign and execute such documents or agreements or deeds on behalf of the Company and to do such other things and to take all such actions as he considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the Agreement (as supplemented by the Confirmation Letter) and all transactions contemplated thereunder (including but not limited to the Third Party Sale), and to agree to such variation, amendments or waiver or matters relating thereto (including any variation, amendments or waiver of such documents or any terms thereof, which are not fundamentally different from those as provided in the Agreement (as supplemented by the Confirmation Letter) as are, in the opinion of such Executive Director(s), in the interest of the Company and its shareholders as a whole.</p>	5,350,695,761 (100%)	0 (0%)

Note: The number of votes and the percentage of total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the EGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of the Proposed Resolution, it was duly passed as an ordinary resolution of the Company.

For and on behalf of
China New Town Development Company Limited
Liu Heqiang
Chief Executive Officer and Executive Director

Hong Kong, 5 September 2022

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Liu Heqiang (Chief Executive Officer), Mr. Hu Zhiwei, Ms. Yang Meiyu and Mr. Shi Janson Bing; four non-executive Directors, namely Mr. Liu Yuhai (Chairman), Mr. Li Yao Min (Vice Chairman), Mr. Wang Hongxu and Mr. Wang Jiangan; and four independent non-executive Directors, namely Mr. Henry Tan Song Kok, Mr. Kong Siu Chee, Mr. Zhang Hao and Mr. Lo Wai Hung.

* *For identification purpose only*