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NEW CITY DEVELOPMENT GROUP LIMITED
新城市建設發展集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0456)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 JULY 2025

Reference is made to the circular of New City Development Group Limited (the "**Company**") dated 10 July 2025 (the "**Circular**"). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

The board ("**Board**") of directors (the "**Directors**") of the Company is pleased to announce that the resolution proposed was duly passed by way of poll at the extraordinary general meeting of the Company held on 28 July 2025 (the "**EGM**").

As at the date of the EGM, the total number of ordinary shares of the Company in issue (the "**Shares**") was 138,245,044. The Subscriber and Junyi Investments holding a total of 70,255,009 Shares, representing approximately 50.82% of the total issued share capital of the Company, were required to abstain from voting and have abstained from voting at the EGM, the Subscriber did not attend the EGM. The Shares which entitled the Shareholders to attend and vote for or against the resolution proposed at the EGM were 67,990,035. Save as disclosed, none of the other Shareholders were required to abstain from voting at the EGM and there were no Shares entitling the Shareholders to attend and vote against the resolution at the EGM.

Union Registrars Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the poll at the EGM.

POLL RESULTS

The poll results in respect of the resolution proposed at the EGM are as follows:

ORDINARY RESOLUTION			Number of Votes (approximately %)	
			For	Against
1.	(i)	an agreement dated 18 June 2025 (the " **Agreement** ") (a copy of which has been tabled at the meeting marked "A" and signed by the chairman of the meeting for identification purpose) entered into between the Company as issuer and Han Junran as subscriber (the "**Subscriber**") in relation to the issue and allotment of 31,334,841 new shares (the "**Subscription Shares**") at the issue price of HK$0.442 per share and that the total issue price in the sum of HK$13.85 million shall be paid by the Subscriber by way of capitalisation of the entire shareholder's loan in the sum of HK$13.85 million and all transactions contemplated thereunder, be and are hereby approved, ratified and confirmed;	21,002,285 (100.00%)	0 (0%)
	(ii)	the grant of the specific mandate (the "**Specific Mandate**") to the directors (the "**Director(s)**") of the Company to exercise the power of the Company to allot and issue the Subscription Shares credited as fully paid to the Subscriber pursuant to the terms and conditions of the Agreement be and is hereby approved; and		
	(iii)	any one Director be and is hereby authorised to allot and issue the Subscription Shares pursuant to the terms and conditions of the Agreement and to do all such further acts and things and to sign and executive all such documents and to take all such steps as he or she may consider necessary or desirable to implement and/or give effect to the Agreement, the grant of the Specific Mandate and all transactions contemplated thereunder.		

As more than 50% of the votes were cast in favour of the ordinary resolution, the resolution was duly passed as an ordinary resolution of the Company by way of poll at the EGM.

Mr. Luo Min, executive Director and Mr. Leung Kwai Wah Alex, independent non-executive Director attended the EGM in person or by electronic means. Mr. Chan Yiu Tung, Anthony, Dr. Ouyang Qingru, Mr. Zhang Jing and Mr. Luo Zhen, independent non-executive Directors, were unable to attend the EGM due to their other business commitments.

For and on behalf of the Board
New City Development Group Limited
Luo Min
Executive Director

Hong Kong, 28 July 2025

As at the date of this announcement, the Board comprises (1) two executive Directors, namely Mr. Han Junran (Chairman) and Mr. Luo Min; and (2) five independent non-executive Directors, namely Mr. Chan Yiu Tung, Anthony, Dr. Ouyang Qingru, Mr. Zhang Jing, Mr. Leung Kwai Wah Alex and Mr. Luo Zhen.