

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.*



## **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 ANNUAL GENERAL MEETING HELD ON 5 JUNE 2023**

The Board is pleased to announce that all the resolutions proposed at the 2023 AGM held on 5 June 2023 were duly passed by way of poll.

The board of directors (the “**Board**”) of New City Development Group Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 5 June 2023 (the “**2023 AGM**”) were duly passed by way of poll. The poll results are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes</b>	
		<b>(Approximate %) <small>(Note (a))</small></b>	
		<b>For</b>	<b>Against</b>
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2022.	2,297 (100.0000%)	0 (0.0000%)
2.	To re-elect Mr. Chan Yiu Tung, Anthony as an independent non-executive director of the Company.	2,042 (88.8986%)	255 (11.1014%)
3.	To re-elect Mr. Luo Zhen as an independent non-executive director of the Company.	2,042 (88.8986%)	255 (11.1014%)
4.	To authorize the Board to fix the directors’ remuneration.	2,297 (100.0000%)	0 (0.0000%)

Ordinary Resolutions		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
5.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as auditor of the Company and to authorize the Board to fix their remuneration.	2,297 (100.0000%)	0 (0.0000%)
6.	To grant a general mandate to the directors of the Company to purchase the shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of this resolution (the “ <b>Repurchase Mandate</b> ”).	2,297 (100.0000%)	0 (0.0000%)
7.	To grant a general mandate to the directors of the Company to issue, allot and deal with authorized and unissued shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of this resolution (the “ <b>Issue Mandate</b> ”).	2,042 (88.8986%)	255 (11.1014%)
8.	Conditional upon the passing of resolutions no. 6 and 7, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorized and unissued shares in the capital of the Company by the aggregate number of shares repurchased by the Company under the Repurchase Mandate (the “ <b>Extension Mandate</b> ”).	2,042 (88.8986%)	255 (11.1014%)
Special Resolution		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
9.	To approve the proposed amendments and the adoption of the Amended and Restated Articles of Association.	2,042 (88.8986%)	255 (11.1014%)

Mr. Han Junran and Mr. Luo Min, the executive directors and Mr. Leung Kwai Wah, Alex, the independent non-executive director, attended the AGM in person, whereas the rest of the directors were unable to attend the AGM due to their other business commitments.

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the 2023 AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the resolutions nos. 1 to 8, all such resolutions were duly passed as ordinary resolutions.
- (c) As more than 75% of the votes were cast in favour of resolution no. 9, such resolution was duly passed as a special resolution.

- (d) The total number of shares of the Company in issue as at the date of the 2023 AGM: 86,543,290 shares.
- (e) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the 2023 AGM: 86,543,290 shares.
- (f) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the 2023 AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (g) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the 2023 AGM: Nil.
- (h) None of the shareholders of the Company have stated their intention in the Company’s circular dated 28 April 2023 to vote against or to abstain from voting on any of the resolutions at the 2023 AGM.
- (i) The Company’s Branch Share Registrar in Hong Kong, Union Registrars Limited, acted as the scrutineer for the vote-taking at the 2023 AGM.

By order of the Board  
**New City Development Group Limited**  
**Han Junran**  
*Chairman*

Hong Kong, 5 June 2023

*As at the date of this announcement, the Company has (i) two executive directors, namely Mr. Han Junran and Mr. Luo Min; and (ii) five independent non-executive directors, namely Mr. Chan Yiu Tung, Anthony, Dr. Ouyang Qingru, Mr. Leung Kwai Wah, Alex, Mr. Zhang Jing and Mr. Luo Zhen.*