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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 22 MARCH 2024

POLL RESULTS OF EGM

The board of directors (the “**Directors**”) of China New Town Development Company Limited (the “**Company**”) is pleased to announce that the proposed ordinary resolution (the “**Proposed Resolution**”) as set out in the notice of the extraordinary general meeting of the Company (the “**EGM**”) dated 6 March 2024 (which was incorporated in the circular of the Company (the “**Circular**”) of the same date) was duly passed by the Independent Shareholders by way of poll at the EGM held on Friday, 22 March 2024.

Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

As at the date of the EGM, there were 9,726,246,417 issued Shares of the Company. As Xitong International Holdings (HK) Limited (“**Xitong International**”) is a wholly-owned subsidiary of Wuxi Communications Industry Group Co., Ltd* (無錫市交通產業集團有限公司), Xitong International, holding an aggregate of 2,917,000,000 Shares, representing approximately 29.99% of the total number of Shares in issue of the Company as at the date of the EGM, will abstain from voting with respect to the Proposed Resolution at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Proposed Resolution at the EGM was 6,809,246,417, representing approximately 70.01% of the total number of Shares in issue of the Company as at the date of the EGM.

Save as disclosed above, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, there was no other Shareholders who was required to abstain from voting in favour of the Proposed Resolution at the EGM as set out in Rule 13.40 of the Listing Rules. No other Shareholders has stated in the Circular his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolution at the EGM.

Mr. Liu Fangqing, an executive Director, was unable to attend the EGM due to his prior commitment to another business engagement. Save for Mr. Liu Fangqing, all of the other Directors attended the EGM in person or by electronic means.

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.

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 (%) ^(Note)	
		For	Against
1.	<p>“THAT</p> <p>a) the Limited Partnership Agreement (as defined in the Circular of which this notice forms part) (a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>b) the Rights and Obligations Arrangement Agreement (as defined in the Circular of which this notice forms part) (a copy of which is tabled at the meeting and marked “B” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, confirmed and ratified;</p>	<p>3,459,041,565 (100.00%)</p>	<p>0 (0.00%)</p>

Ordinary Resolution		Number of votes (%) ^(Note)	
		For	Against
	<p>c) the Guarantee Agreement (Shanghai Jiatong) (as defined in the Circular of which this notice forms part) (a copy of which is tabled at the meeting and marked “C” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>d) the Guarantee Agreement (Xincheng Kaiyuan) (as defined in the Circular of which this notice forms part) (a copy of which is tabled at the meeting and marked “D” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder and the implementation thereof be and are hereby approved, confirmed and ratified;</p> <p>e) any one of the executive directors of the Company (“Executive Director(s)”) be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Limited Partnership Agreement, Rights and Obligations Arrangement Agreement, Guarantee Agreement (Shanghai Jiatong) and Guarantee Agreement (Xincheng Kaiyuan), and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon, 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 Limited Partnership Agreement, Rights and Obligations Arrangement Agreement, Guarantee Agreement (Shanghai Jiatong) and Guarantee Agreement (Xincheng Kaiyuan) as are, in the opinion of such Executive Director(s), in the interest of the Company and its shareholders as a whole.”</p>		

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 Independent 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
Hu Zhiwei
President and Executive Director

Hong Kong, 22 March 2024

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

* *For identification purpose only*