

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)

TERMINATION OF MAJOR AND CONNECTED TRANSACTION

Reference is made to the announcement of New City Development Group Limited (the “**Company**”) dated 12 April 2019 (the “**April Announcement**”) in relation to, among others, the proposed Acquisition, the announcement of the Company dated 10 July 2019 in relation to the extension of the Long Stop Date and the announcements of the Company dated 6 May 2019, 30 May 2019, 28 June 2019 and 31 July 2019 in relation to the delay in despatch of circular relating to the proposed Acquisition. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the April Announcement.

The Board hereby announces that, on 13 August 2019 (after trading hours), the Vendor, the Purchaser and the Vendor’s Guarantor entered into a termination agreement (the “**Termination Agreement**”) whereby the parties mutually agreed to terminate the Acquisition Agreement with effect from the date of the Termination Agreement, and neither party shall have any claim against each other in connection with the Acquisition Agreement.

The Board has decided not to proceed with the proposed Acquisition at this stage after considering the prolonged and uncertain timeframe as may be required to complete the proposed Acquisition as well as the Land Development Project due to (1) the delay in construction of the Land Development Project; (2) the uncertainty regarding when the work commencement permit can be obtained and when the interim Qualification Certificate can be extended; and (3) other issues relating to the qualification certificate of Yin Tai Changchun disclosed in the April Announcement.

The Board considers that the termination of the Acquisition does not have any material adverse impact on the business operations and financial position of the Group.

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

Hong Kong, 13 August 2019

As at the date of this announcement, the Board comprises (i) two executive Directors, namely Mr. Han Junran (Chairman) 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. Wong Pak Wing.