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## **NEW CITY (CHINA) DEVELOPMENT LIMITED**

**新城市(中國)建設有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 0456)

### **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the English name of the Company from “New City (China) Development Limited” to “New City Development Group Limited” and adopt the Chinese name “新城市建設發展集團有限公司” as its formal Chinese name to replace the existing name “新城市(中國)建設有限公司”.

### **PROPOSED CHANGE OF COMPANY NAME**

Reference is made to the announcement of final results for the year 2011 dated 21 March 2012 containing the proposed change of company name. The Board would had proposed to change the English name of the Company from “New City (China) Development Limited” to “New City Development Holdings Limited” and adopt the Chinese name “新城市建設發展控股有限公司” as its formal Chinese name to replace the existing Chinese name “新城市(中國)建設有限公司”.

The Board is of the opinion that the name “New City Development Group Limited 新城市建設發展集團有限公司” will further bring new corporate image and profile to the Company while facilitating the future business development of the Company, and is in the interests of the Company and Shareholders as a whole. Therefore, the Board hereby proposes to change the English name of the Company from “New City (China) Development Limited” to “New City Development Group Limited” and adopt the Chinese name “新城市建設發展集團有限公司” as its formal Chinese name to replace the existing Chinese name “新城市(中國)建設有限公司”.

### **Conditions**

The proposed change of company name is subject to (i) the passing of a special resolution by the Shareholders at the Annual General Meeting; and (ii) the approval by the Registrar of Companies in the Cayman Islands.

## **Effect of the Proposed Change of Name**

Subject to the satisfaction of the conditions set out above, the Proposed Change of Name will take effect from the date of entry of the new names on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

The Proposed Change of Name will not affect any rights of the Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the present name of the Company shall, after the Proposed Change of Name becoming effective, continue to be evidence of title to the Shares and will continue to be valid for trading, settlement, registration and delivery for the same number of Shares in the new name of the Company. As such, no arrangement will be made for the exchange of the existing share certificates of the Company for the new share certificates bearing the Company's new name as a result of the Proposed Change of Name.

Once the Proposed Change of Name has become effective, any new share certificates of the Company will be issued only in the new name of the Company and the securities of the Company will be traded on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") in the new name.

## **General**

The AGM will be convened for the Shareholders to consider and, if thought fit, approve the Proposed Change of Name. A circular containing, among others, details of the Proposed Change of Name, together with the notice of the AGM, will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement on the results of the AGM, the effective dates of the Change of Name and the new stock short name of the Company as and when appropriate.

As no Shareholders have a material interest in the Proposed Change of Name, no Shareholders will be required to abstain from voting on the special resolution to approve the Proposed Change of Name.

As at the date of this announcement, the Company has (i) three executive directors, namely Mr. Han Junran (Chairman), Mr. Fu Yiu Kwong and Mr. Luo Min; and (iii) three independent non-executive directors, namely Mr. Chan Yiu Tung Anthony, Mr. Seto Man Fai and Mr. Zheng Qing.

By order of the Board  
**New City (China) Development Limited**  
**Han Junran**  
*Chairman*

Hong Kong, 29 March 2012