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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)

### **POLL RESULTS OF ANNUAL GENERAL MEETING**

The Board is pleased to announce that at the Annual General Meeting (“AGM”) of New City (China) Development Limited (“Company”) held on 9 May 2012, all proposed ordinary and special resolutions were duly passed by the shareholders of the Company by poll.

New City (China) Development Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “AGM”) of the Company held on 9 May 2012.

Poll voting was demanded by the chairman of the AGM on all resolutions proposed at the AGM. Union Registrars Limited, the branch share registrars of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

The total number of shares entitling the shareholders to attend and vote for or against each and every resolution at the AGM was 2,544,787,999 shares, representing the entire issued share capital of the Company as at the date of the AGM. There were no shares entitling the shareholder to abstain or vote only against the resolutions at the AGM.

The poll results in respect of the ordinary and special resolutions proposed at the AGM were as follows:

<b>Ordinary Resolutions proposed at the AGM</b>		<b>No. of Votes (%)</b>		<b>Total Votes</b>
		<b>For</b>	<b>Against</b>	
1.	To receive and consider the audited financial statements of the Company and the Reports of the Directors and the Auditors for the year ended 31 December 2011.	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions proposed at the AGM		No. of Votes (%)		Total Votes
		For	Against	
2.	(a) To re-elect the following persons as directors of the Company:			
	(i) Mr. Chan Yiu Tung, Anthony as Independent non-executive Director;	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
	(ii) Mr. Seto Man Fai as Independent non-executive Director; and	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
	(ii) Dr. Liu Ta-pei as Non-executive Director;	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
	(b) To authorise the Board of Directors to fix the remuneration of Directors.	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				
3.	To re-appoint Ascenda Cachet CPA Limited as auditor of the Company and to authorise the Board of Directors to fix their remuneration.	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				
4.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with Company's shares.	1,160,140,527 (99.9996%)	5,070 (0.0004%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				
5.	To grant a general mandate to the directors of the Company to repurchase the Company's shares.	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				
6.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution 4.	1,160,140,527 (99.9996%)	5,070 (0.0004%)	1,160,145,597
The resolution was duly passed as an ordinary resolution.				

Special Resolutions proposed at the AGM		No. of Votes (%)		Total Votes
		For	Against	
7.	The name of the Company be changed from “New City (China) Development Limited” to “New City Development Group Limited” and the Chinese name “新城市建設發展集團有限公司” be adopted as the formal Chinese name of the Company.	1,160,145,597 (100.0000%)	0 (0.0000%)	1,160,145,597
The resolution was duly passed as a special resolution.				

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

Hong Kong, 9 May 2012

*As at the date of this announcement, the Board comprises (i) three executive directors, namely Mr. Han Junran (Chairman), Mr. Fu Yiu Kwong and Mr. Luo Min; (ii) non-executive director, namely Dr. Liu Tapei (Vice-chairman) and (iii) three independent non-executive directors, namely Mr. Chan Yiu Tung, Anthony, Mr. Seto Man Fai and Mr. Zheng Qing.*