

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.

The Singapore Exchange Securities Trading Limited assumes no responsibility for the correctness of any of the statements made, reports contained, or opinions expressed in this announcement.



China New Town Development Company Limited **中國新城鎮發展有限公司**

(Incorporated as a company limited by shares under the laws of the British Virgin Islands)

Hong Kong Stock Code: 1278

Singapore Stock Code: D4N.si

POLL RESULTS OF THE 2016 ANNUAL GENERAL MEETING

At the annual general meeting of China New Town Development Company Limited (the “**Company**”) held on 29 April 2016 (“**AGM**”), a poll was demanded by the chairman for voting on all proposed resolutions as set out in the notice of the AGM dated 29 March 2016.

As at the date of the AGM, a total of 9,846,119,747 ordinary shares were in issue and entitled the holders of which to attend and vote at the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the 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**”) and pursuant to Rule 704 (16) of the Listing Manual of The Singapore Exchange Securities Trading Limited (the “**Listing Manual**”). No shareholder of the Company was required under the Listing Rules and the Listing Manual to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Company’s circular dated 29 March 2016 to vote against or to abstain from voting on any of the resolutions at the AGM.

However, to demonstrate a good corporate governance practice, the respective director who was subject for re-election at the AGM and also a shareholder of the Company had abstained from voting on the respective resolution concerning his own re-election. All the independent non-executive directors who are also a shareholder of the Company had abstained from voting on Resolution 7 which relates to their remuneration.

The poll results on each of the resolutions put to vote at the AGM are set out as follows:

Resolutions Number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business					
Ordinary Resolution 1 Adoption of the Directors' Report and Audited Financial Statements for the financial year ended 31 December 2015 and the Auditors' Report thereon	5,576,890,028	5,576,750,028	99.9975%	140,000	0.0025%
Ordinary Resolution 2 Re-election of Mr. Zuo Kun as a director	5,570,318,028	5,502,000,417	98.7735%	68,317,611	1.2265%
Ordinary Resolution 3 Re-election of Mr. Liu Heqiang as a director	5,570,318,028	5,570,011,028	99.9945%	307,000	0.0055%
Ordinary Resolution 4 Re-election of Mr. Ren Xiaowei as a director	5,570,318,028	5,561,555,847	99.8427%	8,762,181	0.1573%

Resolutions Number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business					
Ordinary Resolution 5					
Re-election of Mr. Henry Tan Song Kok as a director	5,570,318,028	5,570,005,028	99.9944%	313,000	0.0056%
Ordinary Resolution 6					
Re-election of Mr. Xie Zhen as a director	5,570,307,028	5,560,012,156	99.8152%	10,294,872	0.1848%
Ordinary Resolution 7					
Approval for the payment of Directors' fees of an aggregate of S\$155,600 and HK\$590,000 to the independent non-executive directors for the financial year ending 31 December 2016 and the payment thereof on a quarterly basis	5,570,168,028	5,569,534,028	99.9886%	634,000	0.0114%
Ordinary Resolution 8					
Re-appointment of Messrs Ernst & Young as auditors of the Company and authorization to directors to fix their remuneration	5,576,890,028	5,576,508,028	99.9932%	382,000	0.0068%

Resolutions Number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Special Business					
Ordinary Resolution 9 Authority to purchase, redeem or otherwise acquire share in the Company (“Shares”)	5,576,893,028	5,576,420,028	99.9915%	473,000	0.0085%
Ordinary Resolution 10 Authority to allot and issue Shares	5,576,893,028	5,506,983,946	98.7465%	69,909,082	1.2535%
Ordinary Resolution 11 Authority to grant options and issue Shares under the CNTD Share Option Scheme	5,576,893,028	5,500,697,565	98.6337%	76,195,463	1.3663%

All ordinary resolutions were carried by the affirmative votes of more than 50% of the total votes cast on the ordinary resolutions.

Associates Corporate Services Pte. Ltd. was appointed as the scrutineer for the AGM.

By Order of the Board
China New Town Development Company Limited
Liu Heqiang
Chief Executive Officer

Singapore and Hong Kong, 29 April 2016

As at the date of this announcement, the executive directors of the Company are Mr. Liu Heqiang (Chief Executive Officer), Ms. Yang Meiyu and Mr. Ren Xiaowei; the non-executive directors of the Company are Mr. Fan Haibin (Chairman), Mr. Zuo Kun (Vice Chairman), Mr. Li Yao Min (Vice Chairman) and Mr. Xie Zhen; and the independent non-executive directors of the Company are Mr. Henry Tan Song Kok, Mr. Kong Siu Chee, Mr. Zhang Hao and Mr. E Hock Yap.

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公告全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

新加坡證券交易所有限公司概不對本公告的內容作出的任何陳述、載列的任何報告或發表的任何意見的準確性承擔任何責任。



China New Town Development Company Limited
中國新城鎮發展有限公司
(根據英屬處女群島法例註冊成立為股份有限公司)
香港股份代號：1278
新加坡股份代號：D4N.si

2016 年股東周年大會的投票結果

在中國新城鎮發展有限公司（「**本公司**」）於 2016 年 4 月 29 日舉行的股東周年大會（「**股東周年大會**」）上，主席提出以投票方式就載于 2016 年 3 月 29 日股東周年大會通告內的所有建議決議案進行表決。

于股東周年大會日期，本公司合共有 9,846,119,747 股已發行普通股，賦予其持有人權利出席股東周年大會並於會上投票。概無任何股份賦予持有人權利出席股東周年大會但須根據《香港聯合交易所有限公司證券上市規則》（「《**上市規則**》」）第 13.40 條及根據《新加坡證券交易所有限公司上市手冊》（「《**上市手冊**》」）第 704（16）條所載放棄表決贊成決議案。概無本公司股東須根據《上市規則》及《上市手冊》規定於股東周年大會上就任何決議案放棄投票。概無本公司股東於本公司日期為 2016 年 3 月 29 日之通函中表明彼等打算在股東周年大會上投票反對任何決議案或就任何決議案放棄投票。

然而，為奉行良好的企業管治常規，須於股東周年大會重選的各董事（及亦為本公司股東），已就有關其自身重選的各決議案放棄投票。所有獨立非執行董事（及亦為本公司股東）已就有關彼等酬金的第 7 項決議案放棄投票。

股東周年大會各項決議投票結果載列如下：

決議專案及內容	對相關議案投贊成及反對票所代表的總股數	贊成		反對	
		票數	投票總數所占百分比	票數	投票總數所占百分比
普通事項					
普通決議一 接受截至 2015 年 12 月 31 日止財政年度之董事報告及經審核財務報表及其相關核數師報告	5,576,890,028	5,576,750,028	99.9975%	140,000	0.0025%
普通決議二 重選左坤先生為董事	5,570,318,028	5,502,000,417	98.7735%	68,317,611	1.2265%
普通決議三 重選劉賀強先生為董事	5,570,318,028	5,570,011,028	99.9945%	307,000	0.0055%
普通決議四 重選任曉威先生為董事	5,570,318,028	5,561,555,847	99.8427%	8,762,181	0.1573%

決議專案及內容	對相關議案投贊成及反對票所代表的總股數	贊成		反對	
		票數	投票總數所占百分比	票數	投票總數所占百分比
普通事項					
普通決議五					
重選陳頌國先生為董事	5,570,318,028	5,570,005,028	99.9944%	313,000	0.0056%
普通決議六					
重選解軫先生為董事	5,570,307,028	5,560,012,156	99.8152%	10,294,872	0.1848%
普通決議七					
批准就截至 2016 年 12 月 31 日止財政年度支付董事袍金合共 155,600 新加坡元及 590,000 港元予獨立非執行董事，並就此按季度作出付款	5,570,168,028	5,569,534,028	99.9886%	634,000	0.0114%
普通決議八					
續聘安永會計師事務所為本公司核數師，並授權董事釐定其薪酬	5,576,890,028	5,576,508,028	99.9932%	382,000	0.0068%

決議專案及內容	對相關議案投贊成及反對票所代表的總股數	贊成		反對	
		票數	投票總數所占百分比	票數	投票總數所占百分比
特別事項					
普通決議九					
授權購買、贖回或以其他方式收購本公司股份（「股份」）	5,576,893,028	5,576,420,028	99.9915%	473,000	0.0085%
普通決議十					
授權配發及發行股份	5,576,893,028	5,506,983,946	98.7465%	69,909,082	1.2535%
普通決議十一					
授權根據 CNTD 購股權計畫授出購股權及發行股份	5,576,893,028	5,500,697,565	98.6337%	76,195,463	1.3663%

所有普通決議案均獲有關該等普通決議案投票總數 50%以上的贊成票，已正式獲得通過。

Associates Corporate Services Pte. Ltd. 被任命為為股東周年大會的監票員。

承董事會命
中國新城鎮發展有限公司
劉賀強
行政總裁

新加坡及香港，2016 年 4 月 29 日

於本公告日，本公司的執行董事為劉賀強先生(行政總裁)、楊美玉女士及任曉威先生；本公司的非執行董事為樊海斌先生（主席）、左坤先生（副主席）、李耀民先生（副主席）及解軫先生；以及本公司的獨立非執行董事為陳頌國先生、江紹智先生、張浩先生及葉怡福先生。