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**newborntown**

**NEWBORN TOWN INC.**

**赤子城科技有限公司**

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

**(Stock Code: 9911)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 17 DECEMBER 2021**

References are made to the circular (the “EGM Circular”) and the notice (the “EGM Notice”) of the extraordinary general meeting (the “EGM”) dated 26 November 2021 of Newborn Town Inc. (the “Company”). Unless the context otherwise requires, the terms used in this announcement shall have the same meanings as those defined in the EGM Circular.

The Board is pleased to announce that all the proposed resolutions as set out in the EGM Notice were duly passed by the Shareholders as ordinary resolutions at the EGM by way of poll. The poll results of the EGM resolutions are as follows:

Ordinary Resolutions		Number of Votes (Approximate percentage of the number of votes (%))	
		For	Against
1.	To consider and, if thought fit, to approve the Company entering into the Equity Transfer Agreement with BFGF Limited and the transactions contemplated thereunder.	380,841,079 (100.000000%)	0 (0.000000%)
2.	Conditional upon the Stock Exchange having granted the listing of and permission to deal in the Consideration Shares on the Stock Exchange, the grant of the Specific Mandate to the Directors to allot and issue the Consideration Shares to the Vendor (or its nominee) pursuant to the Equity Transfer Agreement be and is hereby approved. The Specific Mandate is in addition to, and shall not prejudice nor revoke any general or specific mandate(s) which has/have been granted or may from time to time be granted to the Directors by the Shareholders prior to the passing of this resolution.	380,841,079 (100.000000%)	0 (0.000000%)

Ordinary Resolutions		Number of Votes (Approximate percentage of the number of votes (%))	
		For	Against
3.	The Directors (or a duly authorised committee thereof) be and are hereby generally and unconditionally authorised to do all such further acts and things and to sign and execute all such other or further documents or agreements and to take all such steps which, in the opinion of the Directors (or a duly authorised committee thereof), may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated by, the Equity Transfer Agreement and the allotment and issue of the Consideration Shares to the Vendor (or its nominee), and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of the Directors (or a duly authorised committee thereof), in the interests of the Company.	380,841,079 (100.000000%)	0 (0.000000%)

*Note: The full details of the aforementioned resolutions are set out in the EGM Notice and the EGM Circular.*

As more than 50% of the votes were cast in favour of each of the aforementioned resolutions, all resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, the total number of Shares in issue was 998,850,000 Shares. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, no Shareholders or any of their respective close associates have any material interest in the Equity Transfer Agreement and the transactions contemplated thereunder. As such, none of the Shareholders are required to abstain from voting in favour of the resolutions approving the Equity Transfer Agreement and the transactions contemplated thereunder.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

By order of the Board  
**Newborn Town Inc.**  
**LIU Chunhe**  
*Chairman*

Beijing, 17 December 2021

*As at the date of this announcement, the executive Directors of the Company are Mr. LIU Chunhe, Mr. LI Ping, Mr. YE Chunjian and Mr. SU Jian; and the independent non-executive Directors of the Company are Mr. GAO Ming, Mr. CHI Shujin and Mr. HUANG Sichen.*