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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 31 March 2022

References are made to the circular (the “**EGM Circular**”) and the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 16 March 2022 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 establishment of the Fund under the Partnership Agreement.	194,575,114 100.000000%	0 0.000000%
2.	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 establishment of the Fund under the Partnership Agreement as are, in the opinion of the Directors (or a duly authorised committee thereof), in the interests of the Company.	194,575,114 100.000000%	0 0.000000%
3.	To grant the Share Options to Mr. LIU Chunhe under the Share Option Scheme to subscribe for 24,000,000 Shares.	158,079,649 81.243508%	36,495,465 18.756492%
4.	To grant the Share Options to Mr. LI Ping under the Share Option Scheme to subscribe for 6,000,000 Shares.	158,079,649 81.243508%	36,495,465 18.756492%

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 1,191,216,000 Shares. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, Mr. LIU Chunhe, Mr. LI Ping and their respective associate(s), holding and entitled to exercise control over a total of 310,928,420 Shares (representing approximately 26.10% of the Shares in issue as at the date of the EGM) and having material interest in the proposed establishment of the Fund under the Partnership Agreement and the Proposed Grant, had abstained from voting on the resolutions to approve the proposed establishment of the Fund under the Partnership Agreement and the Proposed Grant.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote on the resolutions was 880,287,580 Shares, representing approximately 73.90% of the total issued Shares of the Company as at the date of the EGM. Save as disclosed above, there were no Shares entitling any Shareholders to attend and abstain from voting in favour of the resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules, and no Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the EGM and none of the Shareholders had stated their intention in the EGM Circular to vote against or to abstain from voting on the resolutions at the EGM.

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, 31 March 2022

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.