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# 首創鉅大有限公司

(formerly known as Juda International Holdings Limited 鉅大國際控股有限公司)
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1329)

# MAJOR ACQUISITION ACQUISITION OF LAND USE RIGHTS IN HANGZHOU, THE PRC

### ACQUISITION OF LAND USE RIGHTS IN HANGZHOU, THE PRC

The Board is pleased to announce that Wan An Jin Fu and Outlets Investment, both wholly-owned subsidiaries of the Company, have on 24 September 2015, succeeded in the bid of the land use rights of the Land offered for sale by the Land Resources Department of Hangzhou at the Auction for approximately RMB310 million. The Confirmation Letter has been issued by the Land Resources Department of Hangzhou to Wan An Jin Fu and Outlets Investment on 24 September 2015 and the Land Use Rights Grant Contract in relation to the Acquisition is expected to be entered into on or around 10 October 2015. A sum of RMB61.4 million has been paid by Wan An Jin Fu as the security deposit for the Auction. After the completion of the Acquisition, the Company will indirectly hold the entire interest in the Land.

### LISTING RULES IMPLICATIONS

Since the applicable Percentage Ratios in respect of the Acquisition exceed 25% but are less than 100%, the Acquisition constitutes a major acquisition under Chapter 14 of the Listing Rules. The Acquisition is regarded as a qualified property acquisition under Rule 14.04(10C) of the Listing Rules as the Acquisition involves an acquisition of governmental land in the PRC from a PRC Governmental Body through an auction governed by PRC laws, which is undertaken by the Group on a sole basis in its ordinary and usual course of business. The Acquisition is subject to reporting and announcement requirements and is exempt from Shareholders' approval requirements pursuant to Rule 14.33A of the Listing Rules.

A circular containing, among other things, further details of the Acquisition and such other information as required under the Listing Rules, is expected to be despatched to the Shareholders on or before 19 October 2015.

#### INTRODUCTION

The Board is pleased to announce that Wan An Jin Fu and Outlets Investment, both wholly-owned subsidiaries of the Company, have on 24 September 2015, succeeded in the bid of the land use rights of the Land offered for sale by the Land Resources Department of Hangzhou at the Auction for approximately RMB310 million. The Confirmation Letter has been issued by the Land Resources Department of Hangzhou to Wan An Jin Fu and Outlets Investment on 24 September 2015 and the Land Use Rights Grant Contract in relation to the Acquisition is expected to be entered into on or around 10 October 2015 between Wan An Jin Fu, Outlets Investment and the Land Resources Department of Hangzhou. A sum of RMB61.4 million has been paid by Wan An Jin Fu as the security deposit for the Auction.

#### THE CONFIRMATION LETTER

Date: 24 September 2015

Parties: (1) Wan An Jin Fu, a wholly-owned subsidiary of the Company;

(2) Outlets Investment, a wholly-owned subsidiary of the Company; and

(3) the Land Resources Department of Hangzhou.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Land Resources Department of Hangzhou and its ultimate beneficial owners are third parties independent of the Group and its connected persons.

Code of the Land: Fuzhengchuchu [2015] No. 8\* (富政儲出[2015]8號)

Location of the Land: Huang Gong Wang Village, Hengshan Area, Dongzhou

Street, Fuyang District, Hangzhou, Zhejiang Province, the PRC (中國浙江省杭州市富陽區東洲街道橫山區塊(黃公望

村))

Total site area: 101,691 square meters

Nature of the land: Retail commercial use

use rights

Term of the land:

use rights

40 years

Consideration: approximately RMB310 million, which was arrived at

after bidding at the Auction held by the Land Resources Department of Hangzhou. RMB61.4 million has been paid by Wan An Jin Fu as the security deposit for the Auction. The details of the payment terms of the Consideration will

be set out in the Land Use Rights Grant Contract.

All consideration for acquiring the Land will be solely funded by the Group. The Group will finance its capital commitment for the Auction by internal resources.

It is intended that Wan An Jin Fu and Outlets Investment will establish a project company, to be held as to 20% and 80%, respectively, for acquiring the entire interest of the Land and entering into the Land Use Rights Grant Contract. After the completion of the Acquisition, the Company will indirectly hold the entire interest in the Land.

## REASONS FOR AND BENEFITS OF THE ACQUISITION

As the Acquisition was conducted through two wholly-owned subsidiaries of the Group and all requisite funds and costs in relation to the Acquisition will be borne by the Group, therefore the Acquisition of the Land will be undertaken on a sole basis by the Group and the entire interest in the Land will be held by the Group after completion of the Acquisition.

The Board believes that the Acquisition provides an excellent investment opportunity for the Group to expand its business into Hangzhou, one of the selected target cities in the PRC where the Group is able to conduct its property business as disclosed in the circular of the Company dated 26 November 2014.

The Directors consider that the Acquisition is in the interests of the Company and the Shareholders as a whole and the terms thereof are on normal commercial terms, which are fair and reasonable.

#### INFORMATION OF THE PARTIES

The Group is principally engaged in property development, with focus on the development of outlets-backed integrated property projects and commercial property projects in selected cities in the PRC. Both Wan An Jin Fu and Outlets Investment are wholly-owned subsidiaries of the Company and are investment holding companies.

The Land Resources Department of Hangzhou is a PRC governmental authority and the seller of the Land.

#### LISTING RULES IMPLICATIONS

Since the applicable Percentage Ratios in respect of the Acquisition exceed 25% but are less than 100%, the Acquisition constitutes a major acquisition under Chapter 14 of the Listing Rules. The Acquisition is regarded as a qualified property acquisition under Rule 14.04(10C) of the Listing Rules as the Acquisition involves an acquisition of governmental land in the PRC from a PRC Governmental Body through an auction governed by PRC Law, which is undertaken by the Group on a sole basis in its ordinary and usual course of business. The Acquisition is subject to reporting and announcement requirements and is exempt from Shareholders' approval requirements pursuant to Rule 14.33A of the Listing Rules.

A circular containing, among other things, further details of the Acquisition and such other information as required under the Listing Rules, is expected to be despatched to the Shareholders on or before 19 October 2015.

#### **DEFINITIONS**

In this announcement, the following expressions have the following meanings, unless context otherwise requires:

"Acquisition"	the acquisition of land	use rights of the Land	through
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public bidding process at the Auction

"Auction" the public auction held by the Land Resources

Department of Hangzhou at which the Land was

offered for sale

"Board" the board of Directors

"Company" Beijing Capital Juda Limited (首創鉅大有限公司),

formerly known as Juda International Holdings Limited (鉅大國際控股有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock

Exchange (Stock Code: 1329)

"Confirmation Letter" the confirmation letter of land transaction by auction

(掛牌地塊成交確認書) entered into between Wan An Jin Fu, Outlets Investment and the Land Resources Department of Hangzhou confirming the Acquisition at

the Auction on 24 September 2015

"Consideration" approximately RMB310 million, being the price for the

grant of the land use rights of the Land

"Group" the Company and its subsidiaries

"Land"	a piece of land located at Huang Gong Wang Village, Hengshan Area, Dongzhou Street, Fuyang District, Hangzhou, Zhejiang Province, the PRC (中國浙江省杭州市富陽區東洲街道橫山區塊(黃公望村)) with a site area of 101,691 square meters which was offered for sale at the Auction	
"Land Resources Department of Hangzhou"	Land Resources Department of Hangzhou* (杭州市國 土資源局)	
"Land Use Rights Grant Contract"	the land use rights grant contract (國有建設用地使用權出讓合同) to be entered into between Wan An Jin Fu, Outlets Investment and the Land Resources Department of Hangzhou in respect of the Land	
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange	
"Outlets Investment"	Capital Juda Outlets Investment Limited (首創鉅大奧萊投資有限公司), a company incorporated in Hong Kong with limited liability, a wholly-owned subsidiary of the Company	
"Percentage Ratios"	the percentage ratios as defined in rule 14.04(9) of the Listing Rules	
"PRC"	the People's Republic of China	
"PRC Governmental Body"	has the meaning ascribed to it under the Listing Rules	
"RMB"	Renminbi, the lawful currency of the PRC	
"Shareholders"	holders of the shares of the Company	
"Stock Exchange"	The Stock Exchange of Hong Kong Limited	
"subsidiary"	has the meaning ascribed to it under the Listing Rules	
"Wan An Jin Fu"	Beijing Wan An Jin Fu Investment Management Company Limited* (北京萬安錦富投資管理有限公司), a company incorporated in the PRC with limited liability, a wholly-owned subsidiary of the Company as at the date of this Announcement	

at the date of this Announcement

"%" per cent

By Order of the Board of
Beijing Capital Juda Limited
Zhong Beichen
Executive Director

Beijing, 24 September 2015

As at the date of this announcement, the Board comprises Mr. Tang Jun (Chairman) and Mr. Zhong Beichen (Chief Executive Officer) as executive directors; Mr. Wang Hao and Mr. Liu Xiaoguang as non-executive directors; and Dr. Ngai Wai Fung, Ms. Zhao Yuhong and Mr. He Xiaofeng as independent non-executive directors.

\* For identification purpose only and should not be regarded as the official English translation of the Chinese names. In the event of any inconsistency, the Chinese name prevails.