

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.

CAPITAL JUDA
BEIJING CAPITAL JUDA LIMITED
首創鉅大有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1329)

DISCLOSEABLE TRANSACTION
ACQUISITION OF LAND USE RIGHTS
IN KUNMING, THE PRC

ACQUISITION OF LAND USE RIGHTS IN KUNMING, THE PRC

The Board is pleased to announce that on 21 June 2017, Kunming Outlets, an indirectly-owned subsidiary of the Company, obtained the Confirmation Letter approving the bid of the land use rights of the Land offered for sale by the Land Resources Bureau at the Auction for RMB160,970,400. The Land Use Rights Grant Contract in relation to the Acquisition is expected to be entered into on or before 12 July 2017. A sum of RMB80,500,000 has been paid by Kunming Outlets as the security deposit for the Auction. Immediately upon the completion of the Acquisition, the Company will indirectly hold the interests in the Land.

LISTING RULES IMPLICATIONS

As one of the applicable Percentage Ratios in respect of the Acquisition exceeds 5% but is less than 25%, the transaction contemplated under the Acquisition constitutes a discloseable transaction for the Company and is subject to notification and announcement requirements under Chapter 14 of the Listing Rules

INTRODUCTION

The Board is pleased to announce that on 21 June 2017, Kunming Outlets, an indirectly-owned subsidiary of the Company, obtained the Confirmation Letter approving the bid of the land use rights of the Land offered for sale by the Land Resources Bureau at the Auction for RMB160,970,400. The Land Use Rights Grant Contract in relation to the Acquisition is expected to be entered into on or before 12 July 2017. A sum of RMB80,500,000 has been paid by Kunming Outlets as the security deposit for the Auction. Immediately upon the completion of the Acquisition, the Company will indirectly hold the interests in the Land.

THE CONFIRMATION LETTER

Date : 21 June 2017

Parties : (1) Kunming Outlets, an indirectly-owned subsidiary of the Company; and
(2) the Kunming Land & Mining Exchange Center* (昆明市土地和礦業權交易中心).

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Kunming Land & Mining Exchange Center and its ultimate beneficial owners are third parties independent of the Group and its connected persons.

Code of the Land : KCWH2016-5-A1

Location of the Land : Heilipu Street Office, Wuhua District, Kunming* (昆明市五華區黑林鋪街道辦事處)

Total site area : 67,919.88 square meters

Nature of the land use rights : Wholesale retail, residential catering use

Term of the land use rights : 40 years

Consideration : RMB160,970,400, which was arrived at after bidding at the Auction held by the Land Resources Bureau. A sum of RMB80,500,000 has been paid by Kunming Outlets as the security deposit for the Auction, which will form the payment of the total consideration in relation to Acquisition

The Consideration for acquiring the Land will be solely funded by Kunming Outlets. Immediately upon the completion of the Acquisition, Kunming Outlets will directly hold the entire interests in the Land, and will be in charge of the development, construction and operation of the Land.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group is principally engaged in commercial property development and operation management, with focus on the development of outlets-backed commercial integrated projects and commercial property projects in the PRC where the Group is able to conduct its property business as disclosed in the circular of the Company dated 30 June 2016. The Board believes that the Acquisition provides an excellent investment opportunity for the Group to expand its business and add to its existing investment portfolio in Kunming, one of the major cities in the PRC.

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

Kunming Outlets is a subsidiary of the Company and is an investment holding company. The Company indirectly owned its 85% interests, while Kunming Wuhua Industry Development Limited* (昆明市五華區產業發展有限公司) (a third party independent of the Group and its connected persons) owned its 15% interests.

Kunming Land & Mining Exchange Center is the agent of the Land Resources Bureau in charge of further procedure on the Land selling.

LISTING RULES IMPLICATIONS

As one of the applicable Percentage Ratios in respect of the Acquisition exceed 5% but is less than 25%, the transaction contemplated under the Acquisition constitutes a discloseable transaction for the Company and is subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

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

“Acquisition”	the acquisition of land use rights of the Land through public bidding process at the Auction
“Auction”	the public auction held by the Land Resources Bureau 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), 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 Kunming online transaction listed land use rights* (昆明市國有建設用地使用權網上交易掛牌出讓成交確認書) entered into between Kunming Outlets and the Kunming Land & Mining Exchange Center confirming the Acquisition
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Consideration”	RMB160,970,400, being the price for the grant of the land use rights of the Land
“Directors”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Kunming Outlets”	Kunming Capital Outlets Business Operation Management Limited.* (昆明首創奧萊商業運營管理有限公司), a company incorporated in the PRC with limited liability, an indirectly-owned subsidiary of the Company
“Land”	a piece of land located at Heilinpu Street Office, Wuhua District, Kunming* (昆明市五華區黑林鋪街道辦事處) with a total site area of 67,919.88 square meters which was offered for sale at the Auction
“Land Resources Bureau”	Land Resources Bureau of Kunming* (昆明市國土資源局) is the PRC governmental authority and the seller of the Land
“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 Kunming Outlets and the Land Resources Bureau in respect of the Land
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange
“Percentage Ratios”	the percentage ratios as defined in rule 14.04(9) of the Listing Rules
“PRC”	the People’s Republic of China
“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

“%” per cent.

By Order of the Board
Beijing Capital Juda Limited
Lee Sze Wai
Company Secretary

Hong Kong, 21 June 2017

As at the date of this announcement, the Board comprises Mr. Zhong Beichen (Chairman) and Mr. Feng Yujian (Chief Executive Officer) as executive Directors; Mr. Sun Shaolin, Mr. Su Jian, Mr. Wang Honghui and Mr. Yang Han Hsiang 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.*