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*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 999)**

**PROPOSED ACQUISITION OF LAND USE RIGHT  
FOR SETTING UP A LOGISTICS AND DISTRIBUTION CENTER  
IN THE PRC**

*This announcement is made pursuant to the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.*

The Board is pleased to announce that on 9 February 2015, Kenchart Development, an indirect wholly-owned subsidiary of the Company, has entered into the Agreement with the People's Government of Zhangpu Town, Kunshan, Jiangsu Province (江蘇省昆山市張浦鎮人民政府), the PRC setting out the principal terms and arrangements relating to the proposed acquisition of land use right of the Land through the process of tender, auction and listing (招拍掛) as required under the laws and regulations of the PRC and, if the Land is successfully acquired, the construction and development of a logistics and distribution center thereon.

The Proposed Acquisition, if materialized by successful bidding, together with the Development costs of the logistics and distribution center on the Land, may constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules and the Company will comply with the relevant disclosure requirements under the Listing Rules as and when required.

**Since there is no certainty that Kenchart China, the wholly foreign-owned enterprise to be set up by Kenchart Development, can make a successful bidding, the Proposed Acquisition and the Development may or may not be proceeded. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

The Board is pleased to announce that on 9 February 2015, Kenchart Development has entered into the Agreement with the People's Government of Zhangpu Town, Kunshan setting out the principal terms and arrangements relating to the Proposed Acquisition through the Process and, if the Land is successfully acquired, the construction and development of a logistics and distribution center thereon.

## **PRINCIPAL TERMS OF THE AGREEMENT**

The principal terms of the Agreement are summarized below:-

### **Date**

9 February 2015

### **Parties**

1. The People's Government of Zhangpu Town, Kunshan; and
2. Kenchart Development.

To the best of the knowledge, information and belief of the Directors and having made all reasonable enquiries, the People's Government of Zhangpu Town, Kunshan is a third party independent of the Group and its connected persons (as defined in the Listing Rules).

### **Kenchart China**

Kenchart Development will establish a wholly foreign-owned enterprise in Kunshan, Jiangsu Province, the PRC to, inter alia, bid the Land when the Land is being put up for the Process, acquire the land use right of the Land upon successful bid, carry out the Development and provide logistics services to the Group.

### **Information of the Land**

The Land that the People's Government of Zhangpu Town, Kunshan procures to be put up for the Process is located at the Southern side of San Jia Road, the Northern side of Xin Wu Street and the Eastern side of the existing river course (北至三家路, 南至新吳街, 西至現有河道) inside the Kunshan German Industrial Park. The Land is of an area of approximately 150 mu or 100,005 sq. m.

The People's Government of Zhangpu Town, Kunshan procures that the Land can be developed for industrial purpose and is suitable for the Development, and the duration of the land use right of the Land is 50 years from the date of the Contract.

The Land, if successfully acquired, will be developed and utilized by the Group as its logistics and distribution center in the PRC.

### **Estimated Time**

The People's Government of Zhangpu Town, Kunshan procures the notice of the Process for the assignment of the State-owned Construction Land Use Right of the Land would be published by Land and Resources Bureau by 30 June 2015.

### **Consideration**

If Kenchart China makes a successful bid for the land use right in respect of the Land through the Process, Kenchart China will enter into the Contract with Land and Resources Bureau and pay the land use right consideration. The final consideration shall be based on the outcome of the Process and the terms of the Contract.

### **Optional Land**

Within a two years' period upon signing the Contract for the Land, Kenchart China has an unconditional right to request the People's Government of Zhangpu Town, Kunshan to put up the Optional Land for the Process.

The Optional Land is of an area of approximately 50 mu or 33,350 sq. m. located at the North of the Land.

If the Option is exercised, the People's Government of Zhangpu Town, Kunshan will again procure the same processes be undergone for acquiring the land use right as those applied in the Land's.

### **REASONS FOR AND BENEFITS OF THE PROPOSED ACQUISITION**

The Group is currently leasing several warehouses which are situated in different cities in the PRC. The Group faces long term rental pressure and limitation in expansion in the existing facilities. The Board opined that a self-owned logistics and distribution center would benefit the Group in automating its inventory management to facilitate the growing scale of the Group's PRC business, and attaining centralized logistics and distribution management in Kunshan German Industrial Park which is very near to Shanghai, where the Group's PRC headquarters is located.

The Group may consider exercising the Option in case of increasing demand for logistics support to meet the business growth in the PRC.

## **IMPLICATION UNDER THE LISTING RULES**

The Proposed Acquisition of the Land, if materialized by successful bidding, will be financed by the Group's internal resources.

The costs of the Proposed Acquisition and Development of the Land are estimated to be approximately RMB300 million (equivalent to approximately HK\$372 million as at the date of this announcement). This may constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules and the Company will comply with the relevant disclosure requirements under the Listing Rules as and when required.

**Since there is no certainty that Kenchart China can make a successful bidding, the Proposed Acquisition may or may not be proceeded. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

## **DEFINITIONS**

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

“Agreement”	the agreement dated 9 February 2015 entered into between the People's Government of Zhangpu Town, Kunshan and Kenchart Development setting out the principal terms and arrangements relating to the Proposed Acquisition through the Process and, if the Land is successfully acquired, the construction and development of a logistics and distribution center thereon;
“Board”	the board of Directors;
“Company”	I.T Limited, an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange;
“Contract”	State-owned Construction Land Use Right Grant Contract (國有建設用地使用權出讓合同) transferring the land use right, as required under the laws and regulations of the PRC;

“Development”	construct and develop a logistics and distribution center on the Land;
“Directors”	the directors of the Company;
“Group”	the Company and its subsidiaries from time to time;
“Kenchart China”	a wholly foreign-owned enterprise to be established by Kenchart Development in Kunshan, Jiangsu Province, the PRC and will be an indirect wholly-owned subsidiary of the Company;
“Kenchart Development”	Kenchart Development Limited, a limited company incorporated in Hong Kong and an indirect wholly owned subsidiary of the Company;
“Kunshan German Industrial Park”	an investment carrier founded by the cooperation between the People’s Government of Zhangpu Town, Kunshan and GIC-Shanghai (German Industry and Commerce) in Kunshan, Jiangsu Province, the PRC;
“Land”	an area of approximately 150 mu at the Southern part of the piece of land located at 北至三家路, 南至新吳街, 西至現有河道 (the Southern side of San Jia Road, the Northern side of Xin Wu Street and the Eastern side of the existing river course*) inside the Kunshan German Industrial Park;
“Land and Resources Bureau”	Land and Resources Bureau of Kunshan (昆山市國土資源局), Jiangsu Province, the PRC;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“mu”	(畝) unit of land area traditionally used in East Asia, equivalent to approximately 667 sq. m.;
“Option”	within a two years’ period upon signing the Contract for the Land, if successfully acquired, Kenchart China has an unconditional right to request The People’s Government of Zhangpu Town, Kunshan to put up the Optional Land for the Process;
“Optional Land”	an area of approximately 50 mu located at the North of the Land;

“People’s Government of Zhangpu Town, Kunshan”	the People’s Government of Zhangpu Town, Kunshan, Jiangsu Province (江蘇省昆山市張浦鎮人民政府), a PRC Governmental Body;
“Process”	the process of tender, auction and listing (招拍掛) for land use right grant, as required under the laws and regulations of the PRC;
“Proposed Acquisition”	the proposed acquisition of land use right of the Land for setting up a logistics and distribution center;
“PRC”	The People’s Republic of China (and for the purpose of this announcement, excluding Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan);
“PRC Governmental Body”	has the meaning defined in Chapter 19A of the Listing Rules;
“sq. m.”	square meter, unit of area;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

*\* English translation of the Chinese address is provided for identification purpose only*

By Order of the Board  
**Sham Kar Wai**  
*Chairman*

Hong Kong, 9 February 2015

*As at the date of this announcement, the Board comprises Mr. SHAM Kar Wai and Mr. SHAM Kin Wai as Executive Directors and Mr. Francis GOUTENMACHER, Dr. WONG Tin Yau, Kelvin, JP and Mr. MAK Wing Sum, Alvin as Independent Non-executive Directors.*