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

## **ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.18 of the Listing Rules.

On 1 December 2014, I.T Finance Limited, an indirectly wholly-owned subsidiary of the Company, as the borrower has entered into the New Facility Agreement for the purpose of refinancing the Existing Facilities in full. The New Facility extends the tenor of the facility and is to the Company's benefit. As the Company had issued the RMB Notes in May 2013, the New Facility, in HK\$, also allows the Company to have a more balanced debt portfolio to support the Group's business.

Pursuant to the New Facility Agreement, it is (among other matters) an event of default if (i) Mr. Sham Kar Wai and Mr. Sham Kin Wai, the current Executive Directors of the Company, and the Sham's Family Trust collectively do not or cease to maintain management control over the management and business of the Group; or (ii) the Sham's Family and the Sham's Family Trust collectively do not or cease to own, directly or indirectly, at least 40% of the beneficial shareholding, carrying at least 40% of the voting rights in the Company, free from any Security. Upon occurrence of an event of default, commitments of the Lenders or any part thereof under the New Facility Agreement may be cancelled, and/or all or any part of the Loans together with accrued interest and all other amounts accrued or outstanding may become immediately due and payable, and/or all or any part of the Loans may become payable on demand.

As at the date of this announcement, the Sham's Family and the Sham's Family Trust collectively own, directly or indirectly approximately 58.02% of the total issued share capital of the Company.

The Company will make continuing disclosure in its subsequent interim and annual reports for so long as such obligation continues to exist pursuant to Rule 13.21 of the Listing Rules.

## **DEFINITIONS**

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

“Board”	the board of directors of the Company;
“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;
“Existing Facilities”	the term and revolving loan facilities made available to an indirect wholly owned subsidiary of the Company under the facility agreement dated 24 February 2012 executed by the said subsidiary, the guarantors (being the Company and twelve direct and indirect subsidiaries of the Company), the Facility Agent and the Lenders whereas an announcement pursuant to Rule 13.18 of the Listing Rules was made by the Company on 24 February 2012 and with outstanding amounts of HK\$247,527,500 and RMB105,000,000 repayable over a period of 15 months from the date of signing of the New Facility Agreement;
“Facility Agent”	Hang Seng Bank Limited
“Group”	the Company and its subsidiaries from time to time;
“Guarantors”	the Company and four indirectly wholly-owned subsidiaries of the Company;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Lenders”	Hang Seng Bank Limited and The Hongkong and Shanghai Banking Corporation Limited;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Loans”	the loans made or to be made under the New Facility or the principal amount outstanding at any time of those loans;

“New Facility”	a term loan of HK\$380,352,500 repayable over a period of 39 months from the date of signing of the New Facility Agreement;
“New Facility Agreement”	the facility agreement dated 1 December 2014 and executed by I.T Finance Limited, the Guarantors, the Facility Agent and the Lenders;
“Notes”	the 6.25 per cent. senior notes due 2018 issued by the Company in May 2013 with principal amount outstanding of RMB894,000,000 as at the date of this announcement;
“RMB”	Renminbi, the lawful currency of the People’s Republic of China;
“Security”	a mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect;
“Sham’s Family”	Mr. Sham Kar Wai and his wife, Ms. Yau Shuk Ching; and Mr. Sham Kin Wai and his wife, Ms. Wong Choi Shan;
“Sham’s Family Trust”	The ABS 2000 Trust, of which HSBC International Trustee Limited is the trustee and Mr. Sham Kar Wai and Mr. Sham Kin Wai and certain of their respective family members are discretionary beneficiaries; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

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

Hong Kong, 1 December 2014

*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.*