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TALENT PROPERTY GROUP LIMITED

新天地產集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00760)

MAJOR TRANSACTION

ACQUISITION OF LAND USE RIGHTS IN XUZHOU CITY, THE PRC

ACQUISITION OF LAND USE RIGHTS

The Board is pleased to announce that on 19 December 2017, Xuzhou Shiyou (an indirect non-wholly owned subsidiary of the Company) successfully bid for the land use rights to the Land Parcel in Xuzhou City, the PRC through the Listing-for-Sale organized and held by Xuzhou City Land Resources Bureau at the Land Grant Price.

LISTING RULES IMPLICATIONS

Since one of the applicable percentage ratios for the Acquisition exceeds 25% but is less than 100%, the Acquisition constitutes a major transaction for the Company 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 (as defined under the Listing Rules) through a listing-for-sale governed by the PRC law (as defined under Rule 19A.04 of the Listing Rules). The Acquisition is subject to reporting, announcement and circular requirements but is exempt from Shareholders’ approval requirement pursuant to Rule 14.33A of the Listing Rules.

GENERAL

A circular containing, among other things, further details of the Acquisition and other financial information, will be despatched to the Shareholders for their information. Pursuant to Rule 14.41(a) of the Listing Rules, the circular is required to be despatched to the Shareholders within fifteen (15) business days after publication of this announcement, that is, on or before 12 January 2018. In order to allow sufficient time to prepare the information to be included in the Circular, the Company will apply to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

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PRINCIPAL TERMS OF THE LAND USE RIGHTS IN RELATION TO THE LAND PARCEL

A summary of the principal terms of the Acquisition is set out below:

Date:	19 December 2017
Parties:	(1) Xuzhou City Land Resources Bureau, a governmental body in the PRC responsible for, among other things, administrating the approval of land planning, assignment and transfer of land use rights to state-owned land in Xuzhou City; and (2) Xuzhou Shiyou
Surety paid in order to become a qualified bidder:	A sum of RMB266.8 million was deposited with the Xuzhou City Land Resources Bureau as surety for participating in the Listing-for-Sale for the Land Parcel, of which RMB10 million was the development commencement guarantee (開工竣工履約保證金), which will form part of the payment of the Land Grant Price for the acquisition of the Land Parcel and will not be refunded if Xuzhou Shiyou fails to enter into the Transaction Confirmation.
Land Grant Price:	RMB256.8 million
Land for transfer:	the Land Parcel
Term of grant:	40 years
Site area of the Land Parcel:	101,904 sqm
Permitted plot ratio:	Between 1.4 to 2.0
Use of the Land Parcel:	For commercial use
Other principal terms:	Pursuant to the Bid Confirmation, Xuzhou Shiyou shall submit relevant qualification documents to the Xuzhou City Land Resources Bureau within five business days after receipt of the Bid Confirmation for verification. Upon completion of the verification process, Xuzhou Shiyou shall enter into the Transaction Confirmation, failing which the Xuzhou City Land Resources Bureau has the right not to transfer the Land Parcel to Xuzhou Shiyou. The Land Use Right Grant Contract in respect of the Land Parcel is expected to be entered into within ten business days from the date of the Transaction Confirmation.

The transfer of the land use rights to the Land Parcel shall be completed within two months of full payment of the Land Grant Price.

Special conditions: Pursuant to the notice of the Listing-for-Sale, the successful bidder for the Land Parcel shall (i) begin development of the Land Parcel within one year of the date of the Land Use Right Grant Contract and (ii) complete construction and development within three years year of the date of the Land Use Right Grant Contract.

The successful bidder shall be responsible for the construction of, among others, a logistics information exchange center and a commercial trade center, on the Land Parcel.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Xuzhou City Land Resources Bureau, the Xuzhou City Public Resources Exchange and their ultimate beneficial owners is an Independent Third Party.

LAND GRANT PRICE

The Land Grant Price of RMB256.8 million, which was the bid price made by Xuzhou Shiyou in the Listing-for-Sale, was determined after having taken into account (i) the current property market conditions of Xuzhou City, Jiangsu Province, the PRC and (ii) the development potential of the Land Parcel. The Land Grant Price was satisfied by internal resources of the Group.

REASONS FOR THE ACQUISITION

The current total population in Xuzhou City is approximately 8.71 million. The Land Parcel, namely Sijiyayuan East Land Parcel* (四季雅園東地塊), is located in Yunlong District to the south of Guozhuang Road* (郭庄路), north of Longhai Railway* (隴海鐵路) in Xuzhou City, Jiangsu Province, the PRC. The project is located in the new urban area on the eastern part of the city, only a short distance from the core business district and the site of the district government offices. The geographic distance from the project site to Yunlong District government office is 2.3km, to Yunlong District trade area-Wanda trade area is 2.8km, to Xuzhou East Station is 4km, to Xuzhou Railway Station is 6.7km, and to Xuzhou Guanyin Airport is 34.5km. Therefore, the project is conveniently located. In addition, there are no competing logistics facilities around the plot. Triangular in shape, the plot has two sides on street fronts and accordingly enjoys good display. It is close to a railway to its south, and to its east it adjoins the main trunk road which extends across the new and old urban areas, and therefore it is suitable for planned use as logistics area. In addition, the prime area of the new town in the Yunlong District of Xuzhou is located to the north of the plot. The area to the east of the plot is pending development. This project, once completed, will promote the development of the whole region and facilitate the development of logistics industry in the incubation area.

The Directors believe that the Acquisition and the development of the Land Parcel through Xuzhou Shiyou will generate synergetic effect to the property development of the Group in such area, enable the Group to participate in and develop the growing logistics industry in China and be able to enhance its competitive edge in market competition. It will also increase the Group's land reserve and geographical coverage, which is in line with the latest business strategy of the Group.

The Directors are of the view that the terms of the Acquisition are fair and reasonable and in the interests of the Group and the Shareholders as a whole.

INFORMATION ON THE GROUP

The Company is an investment holding company. Its subsidiaries are principally engaged in property development, investment and management in the PRC.

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DEFINITIONS

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

“Acquisition”	the acquisition of the land use rights of the Land Parcel through the Listing-for-Sale
“Bid Confirmation”	the online listing-for-sale successful bidding confirmation* (國有建設用地使用權網上交易競得通知書) dated 19 December 2017 issued by the Xuzhou City Public Resources Exchange confirming the successful bid for the right to acquire the land use rights in respect of the Land Parcel at the Land Grant Price
“Board”	the board of Directors
“Company”	Talent Property Group Limited, a company incorporated in Bermuda with limited liability and listed on the Main Board of the Stock Exchange with a stock code of 760

“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“Independent Third Party”	an individual(s) or a company(ies) who or which is (are) independent of the Company and connected persons of the Company
“Land Grant Price”	RMB256.8 million, being the price for the acquisition of land use rights of the Land Parcel
“Land Parcel”	a parcel of land located to the south of Guozhuang Road* (郭庄路), north of Longhai Railway* (隴海鐵路), in Xuzhou City, Jiangsu Province, the PRC
“Land Use Right Grant Contract”	the contract for the grant of the land use right of state-owned construction land* (國有建設用地使用權出讓合同) expected to be entered into between Xuzhou Shiyou and Xuzhou City Land Resources Bureau within ten business days after the Transaction Confirmation
“Listing-for-Sale”	the online listing-for-sale bidding process held by the Xuzhou City Public Resources Exchange, which was commissioned by the Xuzhou City Land Resources Bureau, at which the Land Parcel was offered for sale
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, and for the purposes of this announcement, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	holders of shares in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“sqm”	square metre
“Transaction Confirmation”	the acquisition confirmation* (國有建設用地使用權網上交易成交確認書) to be entered into between the Xuzhou City Land Resources Bureau and Xuzhou Shiyou

“Xuzhou City Land Resources Bureau”	Xuzhou City Land Resources Bureau* (徐州市國土資源局)
“Xuzhou City Public Resources Exchange”	Xuzhou City Public Resources Exchange Centre* (徐州市公共資源交易中心)
“Xuzhou Shiyou”	Xuzhou Shiyou Logistics Development Co., Ltd.* (徐州世郵物流發展有限公司), an indirect non wholly-owned subsidiary held as to 51% by the Company, established in the PRC on 17 May 2017
“%”	per cent

By Order of the Board
Talent Property Group Limited
Zhang Gao Bin
Chairman

Hong Kong, 19 December 2017

As at the date hereof, the Board comprises Mr. Zhang Gao Bin and Mr. Luo Zhangguan as Executive Directors and Mr. Lo Wai Hung, Mr. Chan Chi Mong, Hopkins and Mr. Mak Yiu Tong as Independent Non-executive Directors.

* *for identification purposes only*