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德祥地產集團有限公司\*

**ITC PROPERTIES GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code : 199)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8TH SEPTEMBER, 2010**

The Board is pleased to announce that all Ordinary Resolutions were duly passed by way of poll at the AGM.

The board of directors (the “**Board**”) of ITC Properties Group Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 8th September, 2010 (the “**AGM**”), all proposed ordinary resolutions as set out in the notice of the AGM dated 30th July, 2010 (the “**Ordinary Resolutions**”) were duly passed by way of poll.

As at the date of the AGM, there were 564,919,597 shares of the Company (“**Share(s)**”) in issue. As stated in the circular of the Company dated 30th July, 2010 (the “**Circular**”), none of the shareholders of the Company (the “**Shareholders**”) was required to abstain from voting in respect of the Ordinary Resolutions at the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions at the AGM was 564,919,597 Shares. No Shareholder was entitled to attend but was required to vote only against the Ordinary Resolutions at the AGM and no parties that had stated their intention in the Circular to vote against the Ordinary Resolutions or to abstain had done so at the AGM. The results of the poll in respect of the Ordinary Resolutions at the AGM were as follows:

\* *For identification purpose only*

Ordinary Resolutions		Number of votes (Approximate %)	
		For	Against
1.	To receive and approve the audited financial statements and the reports of the directors and auditor for the year ended 31st March, 2010.	297,966,359 Shares (100.0000%)	0 Share (0.0000%)
2.	(a) To re-elect Mr. Cheung Chi Kit as an executive director of the Company.	297,939,359 Shares (99.9909%)	27,000 Shares (0.0091%)
	(b) To re-elect Mr. Chan Yiu Lun, Alan as an executive director of the Company.	297,939,359 Shares (99.9909%)	27,000 Shares (0.0091%)
	(c) To re-elect Mr. Qiao Xiaodong as an independent non-executive director of the Company.	297,966,359 Shares (100.0000%)	0 Share (0.0000%)
	(d) To re-elect Mr. Wong Chi Keung, Alvin as an independent non-executive director of the Company.	297,966,359 Shares (100.0000%)	0 Share (0.0000%)
	(e) To authorise the Board to fix the remuneration of the directors of the Company for the ensuing year.	297,966,359 Shares (100.0000%)	0 Share (0.0000%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix their remuneration.	297,966,359 Shares (100.0000%)	0 Share (0.0000%)
4.	To give a general mandate to the Board to allot, issue and deal with additional Shares, not exceeding 20% of the share capital of the Company in issue as at the date of passing this resolution.	266,526,859 Shares (89.4486%)	31,439,500 Shares (10.5514%)
5.	To give a general mandate to the Board to repurchase Shares, not exceeding 10% of the share capital of the Company in issue as at the date of passing this resolution.	271,528,406 Shares (91.1272%)	26,437,953 Shares (8.8728%)
6.	Subject to the passing of the Ordinary Resolutions nos. 4 and 5, to authorise the Board to issue additional Shares representing the nominal value of the Shares repurchased by the Company.	266,526,859 Shares (89.4486%)	31,439,500 Shares (10.5514%)
7.	To approve the refreshment of the scheme mandate limit.	266,649,859 Shares (89.4899%)	31,316,500 Shares (10.5101%)

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions, all Ordinary Resolutions were duly passed by the Shareholders by way of poll.

Tricor Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed to act as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**ITC Properties Group Limited**  
**Yan Ha Hung, Loucia**  
*Company Secretary*

Hong Kong, 8th September, 2010

As at the date of this announcement, the directors of the Company are as follows:

*Executive directors:*

Mr. Cheung Hon Kit (*Chairman*)  
Mr. Chan Fut Yan (*Managing Director*)  
Mr. Cheung Chi Kit  
Mr. Lai Tsan Tung, David  
Mr. Chan Yiu Lun, Alan

*Non-executive director:*

Mr. Ma Chi Kong, Karl

*Independent non-executive directors:*

Mr. Qiao Xiaodong (*Vice Chairman*)  
Mr. Wong Chi Keung, Alvin  
Mr. Kwok Ka Lap, Alva