

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted

# ITC PROPERTIES GROUP LIMITED 1st June, 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00199</u> Descrip	ption : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	40,000,000,000	0.01	400,000,000
Increase/(decrease)	0		0
Balance at close of the month	40,000,000,000	0.01	400,000,000
(2) Stock code :Descrip	ption :		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

### 2. Preference Shares

Stock code :Descr	iption :		
	No. of preference shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

## 3. Other Classes of Shares

Stock code :Desc	Description :						
	No. of other classes of shares	Par value (HK\$)	Authorised share capital (HK\$)				
Balance at close of preceding month							
Increase/(decrease)							
Balance at close of the month							

Total authorised share capital at the end of the month (HK\$): 400,000,000

## II. Movements in Issued Share Capital

	No. of ordina	No. of ordinary shares		No. of other classes		
-	(1)	(2)	shares	of shares		
Balance at close of preceding month	470,917,484					
Increase/ (decrease) during the month	0					
Balance at close of the month	470,917,484					

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option S	Schemes of the I	lssuer)			
Particulars of share option scheme including SGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date (dd/mm/yyyy) and -		Movement durin	ng the month		thereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share options						
granted on						
27/07/2007						
under 2002						
Share Option						
Scheme						
(26/08/2002)	0	0	0	0	0	2 609 552
Ordinary shares (Note 1)	0	0	0	0	0	3,698,552
(10010-1)						
2.						
( / / )						
shares						
(Note 1)						
3.						
shares						
(Note 1)						
(11010-1)		To	tal A. (Ordina	ary shares)	0	
			(Preferer	ice shares)		
			<b>`</b> (0	ther class)		
Total funds raised dur	ring the month	from exercise of		· ·		
options (HK\$)	C				0	

Warrants to Issue Shares of the I	ssuer which are	to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value a close of preceding mont	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Warrants issued on	_					
05/08/2008	_					
	HK\$	260,023,512	0	260,023,512	0	99,056,576
(04/02/2010)		00.40	0			
Stock code (if listed) Class of shares		0049	<u>0</u>			
issuable ( <i>Note 1</i> )		Ordinary share	s			
Subscription price		HK\$2.62	_			
SGM approval date						
(if applicable) (dd/mm/yyyy)	(10/07	(2008)				
2.	(10/07)	(2008)	_			
<i>2</i> .	_					
( / / )						
Stock code (if listed)			_			
Class of shares						
issuable ( <i>Note 1</i> )						
SGM approval date			_			
(if applicable)						
(dd/mm/yyyy)	( / ,	/ )				
3.	_					
	_					
· · · · · · · · · · · · · · · · · · ·						·
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
			_			
SGM approval date (if applicable)						
	( / .	/ )				
4.	_					
	_					
Stock code (if listed) Class of shares			_			
issuable (Note 1)						
Subscription price			_			
SGM approval date						
(if applicable) (dd/mm/yyyy)	( /	/ )				
(uu/mm/yyyy)	( / )	,	_			
		То	tal B. (Ordi	inary shares)	0	
			(Prefer	ence shares)		_
			(	(Other class)		-

Class and description		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Zero Coupon Convertible	_					
Notes due 2010 issued on	_					
11/08/2005	_					
	HK\$	471,050,000	0	471,050,000	0	83,004,399
Stock code (if listed)	0	0199				
Class of shares						
issuable ( <i>Note 1</i> )	Ordinary sl HK\$5					
Subscription price	нкэз	0.075				
(if applicable)						
(dd/mm/yyyy)	(07/06/2005)					
2. Zero Coupon Convertible						
Notes due 2010 issued on	_					
08/06/2006	_					
	HK\$	17,476,177	0	17,476,177	0	3,079,502
Stock code (if listed)	0	0199				
Class of shares						
issuable (Note 1)	Ordinary sl					
Subscription price	HK\$5	0.675				
SGM approval date (if applicable)						
(dd/mm/yyyy)	(23/05/2006)					
3. 1% Convertible Notes	(					
due 2011 issued on	_					
15/06/2006	_					
	HK\$	906,000,000	0	906,000,000	0	100,387,795
Stock code (if listed)		0199				,
Class of shares						
issuable (Note 1)	Ordinary sl					
Subscription price	HK\$9	0.025				
SGM approval date (if applicable)						
(dd/mm/yyyy)	(08/06/2006)					
4.	· · · · ·					
	_					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
SGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
		r	Fotal C. (Ordin	ary shares)	0	
			(Prefere	nce shares)		
			(0	Other class)		

than under Share Option Schemes)		
Full particulars including SGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.		
shares (Note 1)		
sindles (Note 1)		
2		
2		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)	0	
(Preference shares)		
(Other class)		
(**************************************		

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

I. Rights issue       At price : HKS       Issue and allotment $(///)$ I. Rights issue       At price : HKS       Issue and allotment $(///)$ SGM approval date: $(d/mm/yyyy)$ SGM approval date: $(///)$ 2. Open offer       At price : HKS       Issue and allotment $(///)$ date : $(d/mm/yyyy)$ SGM approval date: $(///)$	f shares of ed issuer whic e may be issued t pursuant	No. of new shares of issuer issued during the month pursuant thereto			<u>ıpıtal</u>	sued Share Ca	ner Movements in Type of Issue	
1. Rights issue       At price : HK\$       Issue and allotment $(///)$ date : (d/mm/yyyy)       SGM approval date: $(///)$ SGM approval date: $(///)$ (dd/mm/yyyy)       SGM approval date: $(///)$ 2. Open offer       At price : HK\$       Issue and allotment $(///)$ 3. Placing       At price : HK\$       Class of shares issuable         3. Placing       At price : HK\$       Issue and allotment $(///)$ date : (dd/mm/yyyy)       SGM approval date: $(///)$								
SGM approval date: $(//)$ (d/mm/yyyy) 2. Open offer At price : HK\$ Issue and allotment $(//)$ date : (dd/mm/yyyy) SGM approval date: $(//)$ (d//m/yyyy) SGM approval date: $(//)$ (d//mm/yyyy) 3. Placing At price : HK\$ Issue and allotment $(//)$ date : (dd/mm/yyyy) SGM approval date: $(//)$ date : (dd/mm/yyyy) SGM approval date: $(//)$ date : (dd/mm/yyyy) SGM approval date: $(//)$ (d//mm/yyyy) SGM approval date: $(//)$ (d//mm/yyyy) date : (dd/mm/yyyy) date : (dd/mm/yyyy) date : (d//mm/yyyy) date : (			(//)	ssue and allotment	 HK\$	At price :	Rights issue	1.
(Note 1) $(Note 1)$ $(Note 1)$ $(Some and allotment (//))$ $(d/mm/yyyy)$ $SGM approval date: (//))$ $(d/mm/yyyy)$ $(//)$ $(d/mm/yyyy)$ $(//)$ $(d/mm/yyyy)$ $SGM approval date: (//)$ $(d/mm/yyyy)$ $SGM approval date: (//)$ $(d/mm/yyyy)$ $(//)$ $(d/mm/yyyy)$ $(//)$ $(d/mm/yyyy)$ $(//)$			( / / )	GM approval date:				
(Note 1) $(Note 1)$ $(Note 1)$ $(Solution 1)$ $(Solution 2)$ $($								
2. Open one At price : HK\$ date : (dd/mm/yyyy) SGM approval date: ( / / ) (dd/mm/yyyy) 3. Placing At price : HK\$ Issue and allotment ( / / ) date : (dd/mm/yyyy) SGM approval date: ( / / ) (dd/mm/yyyy) SGM approval date: ( / / ) (dd/mm/yyyy) SGM approval date: ( / / ) (dd/mm/yyyy) SGM approval date: ( / / ) ( dd/mm/yyyy) 								
Class of shares issuable			( / / )		 HK\$	At price :	Open offer	2.
3. Placing       At price : HK\$       Issue and allotment ( / / ) date : (dd/mm/yyyy)         SGM approval date:       ( / / ) (dd/mm/yyyy)         Class of shares issuable (/ / )         (Note 1)			( / / )	GM approval date:				
3. Placing       At price : HK\$       Issue and allotment ( / / ) date : (dd/mm/yyyy)         SGM approval date:       ( / / ) (dd/mm/yyyy)         Class of shares issuable (/ / )         (Note 1)								
date : (dd/mm/yyyy)       SGM approval date:       (dd/mm/yyyy)         Class of shares issuable         (Note 1)								
Class of shares issuable			( / / )	ssue and allotment ate : (dd/mm/yyyy)	 HK\$	At price :	Placing	3.
(Note 1)			( / / )					
(Note 1)								
$I_{\text{area}} = d_{\text{all}} I_{\text{area}} + ( \langle \langle \rangle \rangle )$								
4. Bonus issue date : (dd/mm/yyyy)			( / / )	ssue and allotment ate : (dd/mm/yyyy)			Bonus issue	4.
SGM approval date: ( / / ) (dd/mm/yyyy)			( / / )					

S. Scrip dividend       At price : HK\$       Issue and allotment $(///)$ J. Scrip dividend       At price : HK\$       Issue and allotment $(///)$ S. Scrip dividend       At price : HK\$       Issue and allotment $(///)$ S. Scrip dividend       At price : HK\$       Issue and allotment $(///)$ S. Scrip dividend       At price : HK\$       Issue and allotment $(///)$ S. Repurchase of shares       Class of shares repurchased (Note 1)		Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5. Scrip dividend       At price : HKS       Issue and allotment date : (/ / )         G. Repurchase of shares       Class of shares repurchased (Note 1)         G. Repurchase of shares       Class of shares (////)         SGM approval date : (/ / )       (///)         (dd/mm/yyyy)       SGM approval date : (/ / )         6. Repurchase of shares       Cancellation date : (/ / )         (dd/mm/yyyy)       SGM approval date : (/ / )         (dd/mm/yyyy)       SGM approval date : (/ / )         7. Redemption of shares       Class of shares redeemed (Note 1)         7. Redemption of shares       Class of shares (/// )         8. Consideration issue At price : HKS       Class of shares issuable (// )         8. Consideration issue At price : HKS       Issue and allotment (// )         SGM approval date : (// )       (/ )         SGM approval date : (// )       (/ )									
SGM approval date:       ( / / )         (dd/mm/yyyy)	5.	Scrip dividend	At price :	НК\$	Issue and allotment	( / /	)		
6. Repurchase of shares       repurchased (Note 1)         6. Repurchase of shares       Cancellation date : (///)         (dd/mm/yyyy)       SGM approval date: (///)         SGM approval date:       (///)         (dd/mm/yyyy)       Class of shares redeemed (Note 1)         7. Redemption of shares       Redemption date : (///)         (dd/mm/yyyy)       SGM approval date: (///)         (dd/mm/yyyy)       SGM approval date: (///)         8. Consideration issue At price : HK\$       Issue and allotment date : (///)         SGM approval date:       (///)         SGM approval date:       (///)					SGM approval date:	( / /	)		
6. Repurchase of shares       repurchased (Note 1)         6. Repurchase of shares       Cancellation date : (///)         (dd/mm/yyyy)       SGM approval date: (///)         SGM approval date:       (///)         (dd/mm/yyyy)       Class of shares         7. Redemption of shares       Class of shares         redeemption date :       (///)         (dd/mm/yyyy)       SGM approval date: (///)         (dd/mm/yyyy)       SGM approval date: (///)         8. Consideration issue At price :       HK\$         Issue and allotment date :       (///)         (dd/mm/yyyy)       SGM approval date:         SGM approval date:       (///)         8. Consideration issue At price :       HK\$         Issue and allotment date :       (///)         SGM approval date:       (///)									
shares       (dd/mm/yyyy)         SGM approval date:       ( / / )         (dd/mm/yyyy)									
Class of shares	6.					( / /	)		
7. Redemption of shares       redeemed (Note 1)         7. Redemption date :       ( / / )         (dd/mm/yyyy)       SGM approval date:         SGM approval date:       ( / / )         (dd/mm/yyyy)						( / /	)		
7. Redemption of shares       redeemed (Note 1)         7. Redemption date :       ( / / )         (dd/mm/yyyy)       SGM approval date:         SGM approval date:       ( / / )         (dd/mm/yyyy)									
shares       Iteleform of the complete of the complet									
Class of shares issuable (dd/mm/yyyy) 8. Consideration issue At price : HK\$ Issue and allotment ( / / ) date : (dd/mm/yyyy) SGM approval date: ( / / )	7.				Redemption date : (dd/mm/yyyy)	( / /	)		
8. Consideration issue At price : HK\$       Issue and allotment ( / / ) date : (dd/mm/yyyy)         SGM approval date:       ( / / )						( / /	)		
8. Consideration issue At price : HK\$       Issue and allotment ( / / ) date : (dd/mm/yyyy)         SGM approval date:       ( / / )									
8. Consideration issue At price : HK\$ date : (dd/mm/yyyy) SGM approval date: ( / / )									
	8.	Consideration issue	At price :	НК\$		( / /	)		
					SGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital reorganisation			Class of shares issua ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	uble	)	
10.	Other (Please specify)	At price : H	IK\$	Class of shares issua (Note 1) Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	able ( / / ); ( / / );		
				Total E.		res) res) ass)	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0			
	(2)				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):					
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):					
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

# Remarks (if any):

Submitted by: YAN Ha Hung, Loucia
Company Secretary         (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. *If there is insufficient space, please append the prescribed continuation sheet.*