



香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer ITC PROPERTIES GROUP LIMITED

Date Submitted 2nd January, 2013

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 00199 Description : Ordinary Shares

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>40,000,000,000</u>	<u>0.01</u>	<u>400,000,000</u>
Increase/(decrease)	<u>0</u>		<u>0</u>
Balance at close of the month	<u>40,000,000,000</u>	<u>0.01</u>	<u>400,000,000</u>

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	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 :	Description :		
	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 :	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 ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<b>385,500,896</b>			
Increase/ (decrease) during the month	<b>0</b>			
Balance at close of the month	<b>385,500,896</b>			

## III. Details of Movements in Issued Share Capital

### Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including SGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. Share options granted on 29/03/2010 under 2002 Share Option Scheme (26/08/2002)						
Ordinary shares (Note 1)	0	0	0	0	0	18,220,000
2.						
( / / )						
shares (Note 1)						
3.						
( / / )						
shares (Note 1)						
Total A. (Ordinary shares)					0	
(Preference shares)						
(Other class)						
Total funds raised during the month from exercise of options (HK\$)					0	

## Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	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.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
2.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
3.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
4.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
Total B.   (Ordinary shares)					0	
(Preference shares)						
(Other class)						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	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. 3.25% Convertible Notes due 2013 issued on 25/05/2011	HK\$	562,550,000	0	562,550,000	0	267,626,062
Stock code (if listed)		00199				
Class of shares issuable ( <i>Note 1</i> )		Ordinary shares				
Subscription price		HK\$2.102 (adjusted)				
SGM approval date (if applicable) (dd/mm/yyyy)		(13/05/2011)				
2. 3.25% Convertible Notes due 2013 issued on 10/06/2011	HK\$	19,000,000	0	19,000,000	0	9,039,007
Stock code (if listed)		00199				
Class of shares issuable ( <i>Note 1</i> )		Ordinary shares				
Subscription price		HK\$2.102 (adjusted)				
SGM approval date (if applicable) (dd/mm/yyyy)		(13/05/2011)				
3.						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
4.						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
Total C. (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)

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 ( <i>Note 1</i> )		
2. _____ _____ _____ _____ _____ ( / / ) _____ shares ( <i>Note 1</i> )		
3. _____ _____ _____ _____ _____ ( / / ) _____ shares ( <i>Note 1</i> )		
_____ Total D. (Ordinary shares)	0	
_____ (Preference shares)		
_____ (Other class)		

## Other Movements in Issued Share Capital

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
1. Rights issue	At price :	HK\$ _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	( / / )	
2. Open offer	At price :	HK\$ _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	( / / )	
3. Placing	At price :	HK\$ _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	( / / )	
4. Bonus issue			Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	( / / )	

				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	
Type of Issue						
5.	Scrip dividend	At price :	HK\$ _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) SGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
6.	Repurchase of shares			Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : (dd/mm/yyyy) ( / / ) SGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
7.	Redemption of shares			Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) ( / / ) SGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
8.	Consideration issue	At price :	HK\$ _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) SGM approval date: (dd/mm/yyyy) ( / / )	_____	_____



		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
Type of Issue			
9. Capital reorganisation	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy)	( / / )
	SGM approval date: (dd/mm/yyyy)	( / / )	
10. Other (Please specify)	At price : HK\$ _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy)
		( / / )	
		SGM approval date: (dd/mm/yyyy)	( / / )
		Total E. (Ordinary shares)	0
		(Preference shares)	
		(Other class)	

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

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*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.*