

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

For the month ended (dd/mm/yyyy) : 31/3/2013

To : Hong Kong Exchanges and Clearing Limited

Name of IssuerITC PROPERTIES GROUP LIMITEDDate Submitted2nd April, 2013

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 :Descri	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 :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 ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	390,934,006			
Increase/ (decrease) during the month	14,854,906			
Balance at close of the month	405,788,912			

## III. Details of Movements in Issued Share Capital

Particulars of share option scheme including SGM approval date <u>approval date</u> <u>dofmany sypy</u> and <u>drass of shares</u> <u>issuable</u> <u>franted on</u> <u>29/03/2010</u> <u>mater 2002</u> <u>Share Option</u> <u>Scheme</u> <u>C26/08/2002</u> <u>Ordinary shares</u> <u>(26/08/2002)</u> <u>C26/08/2002</u> <u>Ordinary shares</u> <u>(26/08/2002)</u> <u>(2,010,000)</u> <u>(2,010,000)</u> <u>(2,010,000)</u> <u>(2,010,000)</u> <u>(2,010,000)</u> <u>(16,010,000)</u> <u>(Note I)</u> <u>3.</u> <u>(///)</u> <u>shares</u> <u>(Note I)</u> <u>3.</u> <u>(///)</u> <u>shares</u> <u>(Note I)</u> <u>3.</u> <u>(///)</u> <u>shares</u> <u>(Note I)</u> <u>5.</u> <u>(Note I)</u> <u>5.</u> <u>(Note I)</u> <u>5.</u> <u>(Note I)</u> <u>5.</u> <u>(0,000)</u> <u>(16,010,000)</u> <u>(2,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(16,010,000)</u> <u>(1</u>	Share Options (under	Share Option S	Schemes of the I	ssuer)			
including SGM	Particulars of share					No. of new shares of	No. of new shares of
approval date (dd/mm/yyyy) and class of shares issuable       Movement during the month       thereto       as at close of the month         class of shares issuable       Granted       Exercised       Cancelled       Lapsed         1. Share options granted on 29/03/2010							
(dd/mm/yyyy) and         Information during the moduli           class of shares         issuable         Granted         Exercised         Cancelled         Lapsed           1. Share options         granted on         29/03/2010							
class of shares issuable Granted Exercised Cancelled Lapsed 1. Share options granted on 29/03/2010 under 2002 Share Option Scheme (26/08/2002) Ordinary shares 0 (2,010,000) 0 0 2,010,000 16,010,000 (Note 1) 2. ( $///$ ) shares (Note 1) 3. ( $///$ ) shares (Note 1) Total A. (Ordinary shares) (Note 1) Total A. (Ordinary shares) (Other class) (Other class) (Other class)			Movement durir	ng the month		thereto	as at close of the month
issuable         Granted         Exercised         Cancelled         Lapsed           1. Share options         granted on				•			
1. Share options		<b>a</b> 1		a 11 1	<b>.</b> .		
granted on         29/03/2010         under 2002         Share Option         Scheme         (26/08/2002)         Ordinary shares       0         (26/08/2002)         Ordinary shares       0         (26/08/2002)       0         Ordinary shares       0         (26/08/2002)       0         Ordinary shares       0         (26/08/2002)       0         Ordinary shares       0         (/ / / )       shares         (Note 1)       3.         (Note 1)       5hares         (Note 1)       Total A. (Ordinary shares)         (Note 1)       2,010,000         (Preference shares)       2,010,000         (Other class)       (Other class)		Granted	Exercised	Cancelled	Lapsed		
29/03/2010         under 2002         Share Option         Scheme         (26/08/2002)         Ordinary shares       0         (26/08/2002)         Ordinary shares       0         (26/08/2002)       0         Ordinary shares       0         (26/08/2002)       0         Ordinary shares       0         (Note 1)       2.         (/ / /)       shares         (Note 1)							
$ \frac{\boxed{\text{under 2002}}{\text{Share Option}} \\ \underline{\text{Scheme}} \\ \underline{(26/08/2002)} \\ \hline \text{Ordinary shares} \\ \underline{(0 \text{ for } 1)} \\ 2. \\ \underline{(Note 1)} \\ \underline{(/ / )} \\ \underline{\text{shares}} \\ \hline (Note 1) \\ 3. \\ \underline{(/ / )} \\ \underline{\text{shares}} \\ \hline (Note 1) \\ \hline \text{Shares} \\ \hline (Note 1) \\ \hline \text{Total A. (Ordinary shares)} \\ \hline (Other class) \\ \underline{(Other class)} \\ \hline \text{Total funds raised during the month from exercise of} \\ \hline \text{Total funds raised during the month from exercise of} \\ \hline \text{Scheme} \\ \hline \text{Scheme} \\ \hline \text{Scheme} \\ \hline \text{Other class} \\ \hline \text{Scheme} \\ \hline Sc$							
Share Option         Scheme         (26/08/2002)         Ordinary shares       0         (26/08/2002)         Ordinary shares       0         (Note 1)       2.							
Scheme         Schem         Schem         Schem <td>under 2002</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	under 2002						
<sup>(26/08/2002)</sup> / <sub>(Note 1)</sub> <sup>(2,010,000)</sup> 0 0 2,010,000 <sup>(2,010,000)</sup> 16,010,000          2.	Share Option						
Ordinary shares       0       (2,010,000)       0       0       2,010,000       16,010,000         2.	Scheme						
(Note 1)         2.	(26/08/2002)						
2.	Ordinary shares	0	(2,010,000)	0	0	2,010,000	16,010,000
$ \frac{\boxed{( / / )}{\text{shares}}}{(Note 1)} $ $ \frac{3.}{( / / )}{\frac{( / / )}{\text{shares}}} - \frac{( / / )}{(Note 1)} $ $ \frac{( / / )}{\text{shares}} - \frac{( / / )}{(Note 1)} $ $ \frac{1}{\text{Total A. (Ordinary shares)}}{(Other class)} = \frac{2,010,000}{(Other class)} $ $ \frac{1}{( / / )}{Total A. isolation of the month from exercise of the month fr$	(Note 1)						
$ \frac{\boxed{( / / )}{\text{shares}}}{(Note 1)} $ $ \frac{3.}{( / / )}{\frac{( / / )}{\text{shares}}} - \frac{( / / )}{(Note 1)} $ $ \frac{( / / )}{\text{shares}} - \frac{( / / )}{(Note 1)} $ $ \frac{1}{\text{Total A. (Ordinary shares)}}{(Other class)} = \frac{2,010,000}{(Other class)} $ $ \frac{1}{( / / )}{Total A. isolation of the month from exercise of the month fr$							
(Note 1)         3.	2.						
(Note 1)         3.							
(Note 1)         3.							
(Note 1)         3.							
(Note 1)         3.	( / / )						
(Note 1)         3.	shares						
3.							
Image: shares in the share							
Image: shares in the share	3.						
(Note 1)       Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)							
(Note 1)       Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)							
(Note 1)       Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)							
(Note 1)       Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)							
(Note 1)       Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)	shares						
Total A. (Ordinary shares)       2,010,000         (Preference shares)       (Other class)         (Other class)       (Other class)							
(Preference shares) (Other class) Total funds raised during the month from exercise of	(11010-1)		To	tal A (Ording	ary shares)	2 010 000	
(Other class)			10			2,010,000	
Total funds raised during the month from exercise of							
	Total funda raised dur	ing the month	from overeige of				
		ing the month	from exercise of		ΔΛ	62 200	
					т,т	02,200	

Warrants to Issue Shares of the Iss	suer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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 (Note 1)	· ·				
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)	( / / )				
	Tota	(Prefere	nary shares) ence shares) Other class)		-

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

	 		Amount at close	Converted	Amount at	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at
Class	s and description	amount outstanding	of preceding month	during the month	close of the month	thereto	close of the month
1.	3.25% Convertible Notes	outstanding	monun	monui	monui		montin
1.	due 2013 issued on	-					
	25/05/2011	-					
	25/05/2011	HK\$	552,550,000	(24,000,000)	528,550,000	11,417,695	251,450,974
	Stock code (if listed)		0199			, ,	- , - ,
	Class of shares						
	issuable (Note 1)	Ordinary s					
	Subscription price	HK\$2	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\$	18,000,000	(3,000,000)	15,000,000	1,427,211	7,136,058
	Stock code (if listed)	0	0199				
	Class of shares						
	issuable (Note 1)	Ordinary s					
	Subscription price	ΠΚφ2	2.102 (adjusted)				
	(if applicable)						
	(dd/mm/yyyy)	(13/05/2011)					
3.							
		-					
	~						
	Stock code (if listed) Class of shares						
	issuable (Note 1)						
	Subscription price						
	SGM approval date						
	(if applicable)						
	(dd/mm/yyyy)	( / / )					
4.							
		<del>.</del>					
		<del>.</del>					
	Stock code (if listed)						
	Class of shares						
	issuable ( <i>Note 1</i> )						
	Subscription price						
	SGM approval date						
	(if applicable)						
	(dd/mm/yyyy)	( / / )		Total C. (Ordin	ary shares)	12 84/ 906	
				(Prefere	nce shares)	12,077,200	
				(0	Other class)		

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

Class of shares issuable		e <u>r Movements in Is</u> Fype of Issue	sucu snare Ca	pitat				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 : HKS       Issue and allotment $(///)$ SGM approval date: $(///)$ SGM approval date: $(///)$ 2. Open offer       At price : HKS       Issue and allotment $(///)$ 3. Placing       At price : HKS       Issue and allotment $(///)$ 3. Placing       At price : HKS       Issue and allotment $(///)$ 4. Bonus issue       Class of shares issuable		J			Class of shares issuable				
1. Kights issue       At price : HKS       date : (dd/mm/yyyy)         SGM approval date:       ( / / )         (dd/mm/yyyy)							)		
(dd/mm/yyyy) $(dd/mm/yyyy)$ $(dd/mm/yyyy)$ $(dd/mm/yyyy)$ $(f = 0)$ $(f =$	1.	Rights issue	At price :	HK\$		( / /	)		
(Note 1) $(Note 1)$ $(Note 1)$ $(// )$ $(// )$ $SGM approval date: (// )$ $(// )$ $(d/mm/yyyy)$ $(// )$ $(d/mm/yyyy)$ $(// )$ $(d/mm/yyyy)$ $SGM approval date: (// )$ $(// )$						( / /	)		
(Note 1)         2. Open offer       At price : HK\$									
2. Open onel       At price : HK\$       date : (dd/mm/yyyy)         SGM approval date: $(///)$ (dd/mm/yyyy)									
(dd/mm/yyyy)         3. Placing       At price : HK\$         Issue and allotment       ( / / )         date : (dd/mm/yyyy)         SGM approval date:         (// / )         (dd/mm/yyyy)         SGM approval date:         (// / )         Glass of shares issuable         (// / )         (// / )         (// / )         SGM approval date:         (// / )         (// / )         SGM approval date:         (// / )         (// / )         SGM approval date:	2.	Open offer	At price :	НК\$		( / /	)		
3. Placing       At price : HK\$       Issue and allotment date : (d/mm/yyyy)       ( / / ) date : (d/mm/yyyy)         SGM approval date: (d/mm/yyyy)       SGM approval date: ( / / )						( / /	)		
3. Placing       At price : HK\$       Issue and allotment date : (d/mm/yyyy)       ( / / ) date : (d/mm/yyyy)         SGM approval date: (d/mm/yyyy)       SGM approval date: ( / / )									
3. Placing       At price : HKS       Issue and anomyten date: (d/mm/yyyy)         SGM approval date: (d/mm/yyyy)									
Generation (dd/mm/yyyy)         Class of shares issuable         (Note 1)         Issue and allotment         (dd/mm/yyyy)         SGM approval date:	3.	Placing	At price :	нк\$		( / /	)		
4. Bonus issue       (Note 1)         4. Bonus issue       Issue and allotment ( / / ) date : (dd/mm/yyyy)         SGM approval date:       ( / / )					SGM approval date: (dd/mm/yyyy)	( / /	)		
4. Bonus issue SGM approval date: (//)									
date : (dd/mm/yyyy) SGM approval date: ( / / )									
bolli approvar date:	4.	Bonus issue				( / /	)		
					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
		Class of shares issuable ( <i>Note 1</i> )				
5.	Scrip dividend At price : HK	\$ Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		SGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares				
6.	Repurchase of shares	repurchased ( <i>Note 1</i> ) Cancellation date : (dd/mm/yyyy)	( / /	)		
		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)	( / /	)		
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : HK	\$ Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		SGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	issuer which may
			Class of shares issuable( <i>Note 1</i> )	_	
9.	Capital reorganisation		Issue and allotment ( / / date : (dd/mm/yyyy)	)	
			SGM approval date: ( / / (dd/mm/yyyy)	)	
			Class of shares issuable( <i>Note 1</i> )		
10.	Other (Please specify)	At price : HK\$	Issue and allotment ( / / date : (dd/mm/yyyy)	)	
			SGM approval date: ( / / (dd/mm/yyyy)	)	
			(Preference sha	res) res) ass)	0

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	14,854,906
	(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 I	ssued Sho	are Capital").)

Submitted by VAN He Hung Lougie
Submitted by: YAN Ha Hung, Loucia
Title: Company Secretary
Title: Company Secretary (Director Secretary or other duly outhorized officer)
(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.