

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 28/02/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted

## ITC PROPERTIES GROUP LIMITED 2nd March, 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00199</u> Descrip	otion : 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	otion :		
	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 ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	11,915,937,104					
Increase/ (decrease) during the month	(143,000,000)					
Balance at close of the month	11,772,937,104					

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option S	Schemes of the I	ssuer)				
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 durir	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) Ordinary shares	0	0	0	0	0	94,367,000	
(Note 1)	0	0	0	0	0	94,507,000	
(Note 1)							
2.							
( / / )							
shares							
(Note 1)							
2							
3.							
( / / )							
shares							
(Note 1)							
		Tot	tal A. (Ordina		0		
				ice shares)			
				ther class)			
Total funds raised dur	ing the month	from exercise of	2		0		
options (HK\$)					0		

Warrants to Issue Shares of the Is	ssuer which are	to be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	f Nominal valu close of preceding mo	du	ercised ring the nonth	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\$	260,023,514.	10	0	260,023,514.10	0	2,476,414,420
(04/02/2010)			100				
Stock code (if listed) Class of shares		00	490				
issuable (Note 1)		Ordinary sha	ares				
Subscription price		HK\$0.					
SGM approval date							
(if applicable)	(10/07	(2008)					
(dd/mm/yyyy)2.	(10/07	/2008)					
2.	-						
	-						
( / / )							
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)							
Subscription price							
(if applicable)							
	( /	/ )					
4.	_						
	-						
( / / ) Stock code (if listed)							
Class of shares							
issuable (Note 1)							
Subscription price							
SGM approval date (if applicable)							
(dd/mm/yyyy)	( /	/ )					
	<b>,</b>						
		,	Fotal B.	(Ordi	inary shares)	0	
				(Prefer	rence shares)		
				(	(Other class)		

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. Zero Coupon Convertible	_					
Notes due 2010 issued on	_					
11/08/2005	_					
$(f_1) = f_2$	<u> </u>	471,050,000	0	471,050,000	0	2,075,110,125
Stock code (if listed) Class of shares	(	0199				
issuable (Note 1)	Ordinary s	hares				
Subscription price		0.227				
SGM approval date	-+					
(if applicable)						
(dd/mm/yyyy))	(07/06/2005)					
2. Zero Coupon Convertible	_					
Notes due 2010 issued on	-					
08/06/2006		10 40 4 100	~	17 47 4 177	^	
Stock code (if listed)	<u> </u>	<u>17,476,177</u> 0199	0	17,476,177	0	76,987,563
Class of shares	t	0199				
issuable (Note 1)	Ordinary s	hares				
Subscription price		0.227				
SGM approval date (if applicable) (dd/mm/yyyy)	(23/05/2006)					
3. 1% Convertible Notes	(20,00,2000)					
due 2011 issued on	-					
15/06/2006	_					
	HK\$	906,000,000	0	906,000,000	0	2,509,695,282
Stock code (if listed)	(	0199				
Class of shares	~ "					
issuable ( <i>Note 1</i> )	Ordinary s					
Subscription price	HK\$	0.001				
(if applicable)						
(dd/mm/yyyy)	(08/06/2006)					
4.	_					
	_					
	_					
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
SGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )			1 `	-	
		]	otal C. (Ordin	ary shares)	0	
			(Preierei	nce shares)		

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)			( / / )					

	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 : H	HK\$	Issue and allotment date : (dd/mm/yyyy)	(//)		
			SGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares repurchased (Note 1)	Ordinary		
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(10/02/2009)		
			AGM approval date: (dd/mm/yyyy)	(10/09/2008)	(1.42,000,000)	
					(143,000,000)	
			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 ( <i>Note 1</i> )			
8.	Consideration issue At price : H	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	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital		Class of shares issuable ( <i>Note 1</i> ) Issue and allotment (	//)		
	reorganisation		date : (dd/mm/yyyy)	/ / )		
						·
			Class of shares issuable ( <i>Note 1</i> )			
10.	Other (Please specify)	At price : HKS	date : (dd/mm/yyyy)	//)		
			SGM approval date: ( (dd/mm/yyyy)	/ / )		
			(Prefere	inary shares rence shares (Other class		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(143,000,000)			
	(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").)					

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# 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.*