Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :   **31/12/2014**

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer   **ITC PROPERTIES GROUP LIMITED**

Date Submitted   2nd January, 2015

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	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 :   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	**762,388,500**			
Increase/ (decrease) during the month	**4,873,000**			
Balance at close of the month	**767,261,500**			

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 17/10/2013 under 2012 Share Option Scheme (17/08/2012) Ordinary shares *(Note 1)*	0	(4,873,000)	0	0	4,873,000	10,282,000
2. (/ /) shares *(Note 1)*						
3. (/ /) shares *(Note 1)*						

Total A. (Ordinary shares)	4,873,000
(Preference shares)	
(Other class)	
Total funds raised during the month from exercise of options *(HK$)*	14,619,000

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 *(Note 1)* _____ Subscription price _____ SGM approval date (if applicable) (dd/mm/yyyy) (/ /)						
2. _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable *(Note 1)* _____ 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 *(Note 1)* _____ 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. _____ _____ _____						

Stock code (if listed) _____
    Class of shares issuable *(Note 1)* _____
    Subscription price _____
    SGM approval date (if applicable) (dd/mm/yyyy) ___ (/ /) ___						

2. _____ _____ _____						

Stock code (if listed) _____
    Class of shares issuable *(Note 1)* _____
    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 *(Note 1)* _____
    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 *(Note 1)*		
2. _____ _____ _____ _____ (/ /) shares *(Note 1)*		
3. _____ _____ _____ (/ /) shares *(Note 1)*		
Total D. (Ordinary shares)	0	
(Preference shares)		
(Other class)		

Other Movements in Issued Share Capital

		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			
1. Rights issue At price : HK$ ____	Class of shares issuable _____ *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)	____	____
2. Open offer At price : HK$ ____	Class of shares issuable _____ *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)	____	____
3. Placing At price : HK$ ____	Class of shares issuable _____ *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)	____	____
4. Bonus issue	Class of shares issuable _____ *(Note 1)* 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
5. Scrip dividend At price : HK$ _____	Class of shares issuable _____ *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /)		
6. Repurchase of shares	Class of shares repurchased *(Note 1)* _____ Cancellation date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)		
7. Redemption of shares	Class of shares redeemed *(Note 1)* _____ Redemption date : (dd/mm/yyyy) (/ /) SGM approval date: (dd/mm/yyyy) (/ /)		
8. Consideration issue At price : HK$ _____	Class of shares issuable _____ *(Note 1)* 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 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) _____ 4,873,000

(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").)

Remarks (if any):

Submitted by: <u>Chan Siu Mei</u>

Title: <u>Company Secretary</u>
         (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.*