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德祥地產集團有限公司*

ITC PROPERTIES GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 199)

VOLUNTARY ANNOUNCEMENT

INFORMATION ON PAYMENT OF INTERIM DIVIDEND AND SPECIAL DIVIDEND FOR THE SIX MONTHS ENDED 30TH SEPTEMBER, 2014

Number of Shares in issue as at Record Date	:	767, 216,500 Shares
Number of Shares entitled to Dividend in cash	:	221,829,431 Shares <i>(28.91% of the total issued Shares as at the Record Date)</i>
Total amount of Dividend payable in cash	:	HK\$48,802,474.82
Number of Shares elected for Dividend by allotment of Scrip Shares	:	545,387,069 Shares <i>(71.09% of the total issued Shares as at the Record Date)</i>
Total number of Scrip Shares to be allotted	:	32,523,345 Shares
Number of Shares in issue as at the date of this announcement	:	767,261,500 Shares
Enlarged issued Shares immediately following the issue of Scrip Shares	:	799,784,845 Shares
Payment Date	:	Tuesday, 20th January, 2015
Commencement of dealings in the Scrip Shares	:	Wednesday, 21st January, 2015

References are made to the announcement (the “**Announcement**”) of ITC Properties Group Limited (the “**Company**”) dated 27th November, 2014 and the circular (the “**Circular**”) of the Company dated 19th December, 2014 in relation to the payment of interim dividend and special dividend for the six months ended 30th September, 2014. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

* For identification purpose only

As stated in the Announcement and the Circular, the Board has resolved to declare an interim dividend of HK\$0.07 per Share and a special dividend of HK\$0.15 per Share for the six months ended 30th September, 2014 with an option to elect payment of the Dividend wholly or partly by allotment of Scrip Shares at the issue price of HK\$3.6892 each in lieu of cash, payable to the Shareholders whose names were recorded on the register of Shareholders as at the Record Date.

The Board wishes to announce that as at 9th January, 2015, being the latest date for return of the Scrip Election Form,

- (i) the Shareholders in respect of 221,829,431 Shares, representing approximately 28.91% of the total issued Shares as at the Record Date, entitled to receive the Dividend by way of cash and accordingly, an amount in aggregate of HK\$48,802,474.82 of the Dividend payable by the Company will be satisfied in cash; and
- (ii) the Shareholders in respect of 545,387,069 Shares, representing approximately 71.09% of the total issued Shares as at the Record Date, elected to receive the Dividend by allotment of Scrip Shares and accordingly, based on the issue price of HK\$3.6892 per Scrip Share as disclosed in the Circular, a total of 32,523,345 Scrip Shares will be issued by the Company, representing approximately 4.24% of the total issued Shares as at the date of this announcement and 4.07% of the issued Shares as enlarged by the issue of Scrip Shares.

The total number of issued Shares will be enlarged to 799,784,845 immediately following the issue of 32,523,345 Scrip Shares on 20th January, 2015.

The cheques for the Dividend payable in cash and the share certificates for the Scrip Shares will be despatched on Tuesday, 20th January, 2015. Dealings in the Scrip Shares will be commenced on Wednesday, 21st January, 2015.

By order of the Board
ITC Properties Group Limited
Chan Siu Mei
Company Secretary

Hong Kong, 12th January, 2015

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Cheung Hon Kit (*Chairman*)
Mr. Chan Fut Yan (*Managing Director*)
Mr. Cheung Chi Kit
Mr. Chan Yiu Lun, Alan
Mr. Wong Lai Shun, Benny

Independent Non-executive Directors:

Hon. Shek Lai Him, Abraham, *GBS, JP* (*Vice Chairman*)
Mr. Wong Chi Keung, Alvin
Mr. Kwok Ka Lap, Alva