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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 FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2014

Number of Shares in issue as at Record Date	:	688,632,758 Shares
Number of Shares entitled to Dividend in cash	:	128,770,105 Shares
Total amount of Dividend payable in cash	:	HK\$59,234,248.30
Number of Shares elected for Dividend by allotment of Scrip Shares	:	559,862,653 Shares
Total number of Scrip Shares to be allotted	:	69,390,742 Shares
Enlarged issued Shares immediately following the issue of Scrip Shares	:	758,023,500 Shares
Payment Date	:	Friday, 26th September, 2014
Commencement of dealings in the Scrip Shares	:	Monday, 29th September, 2014

References are made to the announcement (the “**Announcement**”) of ITC Properties Group Limited (the “**Company**”) dated 25th June, 2014 and the circular (the “**Circular**”) of the Company dated 29th August, 2014 in relation to the payment of final dividend and special dividend for the year ended 31st March, 2014. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As stated in the Announcement and the Circular, the Board has resolved to declare a final dividend of HK\$0.16 per Share and a special dividend of HK\$0.30 per Share for the year ended 31st March, 2014 with an option to elect payment of the Dividend wholly or partly by allotment of Scrip Shares at the issue price of HK\$3.7114 each in lieu of cash, payable to the Shareholders whose names were recorded on the register of Shareholders as at the Record Date, which was duly approved by the Shareholders at the annual general meeting of the Company held on 15th August, 2014.

* For identification purpose only

The Board wishes to announce that as at 16th September, 2014, being the latest date for return of the Scrip Election Form,

- (i) the Shareholders in respect of 128,770,105 Shares, representing approximately 18.70% 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\$59,234,248.30 of the Dividend payable by the Company will be satisfied in cash; and
- (ii) the Shareholders in respect of 559,862,653 Shares, representing approximately 81.30% 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\$3.7114 per Scrip Share as disclosed in the Circular, a total of 69,390,742 Scrip Shares will be issued by the Company, representing approximately 10.08% of the existing issued Shares and 9.15% of the issued Shares as enlarged by the issue of Scrip Shares.

The total number of issued Shares will be enlarged to 758,023,500 immediately following the issue of 69,390,742 Scrip Shares on 26th September, 2014.

The cheques for the Dividend payable in cash and the share certificates for the Scrip Shares will be despatched on Friday, 26th September, 2014. Dealings in the Scrip Shares will be commenced on Monday, 29th September, 2014.

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

Hong Kong, 18th September, 2014

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

Independent Non-executive Directors:

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