德祥地產集團有限公司*

ITC PROPERTIES GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 199)

FORM OF PROXY FOR 2026 ANNUAL GENERAL MEETING

I/We [(1)] ______________________________
of ______________________________
being the registered holder(s) of [(2)] ______________ ordinary shares of HK$0.01 each (the "**Share(s)**") in the capital of ITC Properties Group Limited (the "**Company**"), HEREBY APPOINT [(3)] ______________
of (address) ______________________________
and of (email address) ______________________________
or failing him/her, the chairman of the meeting (the "**Chairman**") as my/our proxy to attend and act for me/us at the annual general meeting of the Company (the "**Meeting**") to be held as a virtual meeting through Vistra's online platform (the "**Vistra eVoting Portal**") on Friday, 21 August 2026 at 10:00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without amendments, the resolutions as set out in the notice convening the Meeting and at such Meeting (or any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR [(4)]	AGAINST [(4)]
1.	To receive and consider the audited consolidated financial statements of the Company for the year ended 31 March 2026 together with the reports of the directors and of the auditor thereon.		
2.	(A) (i) To re-elect Mr. He Xuechu as an executive director of the Company (the "**Director**").		
	(ii) To re-elect Mr. Chan Yiu Lun, Alan as an executive Director.		
	(iii) To re-elect Mr. Wu Yao as an executive Director.		
	(iv) To re-elect Mr. Cao Xinwei as an executive Director.		
	(v) To re-elect Mr. Chan Chun Hung, Vincent as an independent non-executive Director.		
	(B) To appoint Mr. Xue Meng as an independent non-executive Director.		
	(C) To appoint Ms. Wang Siyan as an independent non-executive Director.		
	(D) To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors for the ensuing year.		
3.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix its remuneration.		
4.	(A) To grant a general mandate to the Board to allot, issue and deal with shares of the Company ("**Shares**") not exceeding 20% of the total number of the Shares (excluding treasury shares of the Company, if any) in issue as at the date of passing this resolution.[(12)]		
	(B) To grant a general mandate to the Board to repurchase Shares not exceeding 10% of the total number of the Shares (excluding treasury shares of the Company, if any) in issue as at the date of passing this resolution.[(12)]		
	(C) To extend the general mandate granted to the Board to allot, issue and deal with Shares under resolution 4(A) by the addition of an aggregate number of issued Shares repurchased by the Company under resolution 4(B).[(12)]		
	SPECIAL RESOLUTIONS	**FOR [(4)]**	**AGAINST [(4)]**
5.	To consider and approve the Proposed Change of Company Name (as defined in the circular of the Company dated 29 July 2026).[(12)]		
6.	Subject to and conditional upon the passing of special resolution no. 5 and the Proposed Change of Company Name becoming effective, to approve the proposed amendments to the existing amended and restated bye-laws of the Company and the adoption of the new amended and restated bye-laws of the Company to reflect the Proposed Change of Company Name.[(12)]		

Dated this ______________ day of ______________ 2026 Signature(s) [(5)] ______________________

* *For identification purpose only*

Notes:

1. Please insert full name(s) and address(es) in **BLOCK LETTERS**. The names of all joint holders should be stated.

2. Please insert the number of Share(s) registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Share(s) registered in your name(s).

3. Please insert the full name and address of the proxy desired in the space provided. **IF NOT COMPLETED, THE CHAIRMAN WILL ACT AS YOUR PROXY.**

4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A "✔" IN THE RELEVANT BOX UNDER "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A "✔" IN THE RELEVANT BOX UNDER "AGAINST"**. Failure to complete the boxes will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting. **IF YOU WISH TO ALLOW YOUR PROXY TO ATTEND THE MEETING THROUGH THE VISTRA EVOTING PORTAL, PLEASE ALSO INSERT HIS/HER EMAIL ADDRESS. THE EMAIL ADDRESS SO PROVIDED WILL BE USED BY THE COMPANY'S BRANCH SHARE REGISTRAR IN HONG KONG, TRICOR INVESTOR SERVICES LIMITED, FOR SENDING THE LOGIN DETAILS FOR VOTING AT THE MEETING, SO YOU AND YOUR PROXY SHOULD ENSURE THAT THE EMAIL ADDRESS PROVIDED WILL BE APPROPRIATELY SECURE FOR THIS PURPOSE.**

5. If your proxy has not received the login details by email by 10:00 a.m. (Hong Kong time) on Thursday, 20 August 2026, you should contact the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited by email at emeeting@vistra.com for assistance.

6. This form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, either under your seal or under the hand of your officer, attorney or other person duly authorised.

7. If two or more persons are jointly entitled to a Share and are present at the Meeting, only the joint holder whose name stands first in the register of members of the Company in respect of the joint holding is entitled to vote at the Meeting.

8. To be valid, the proxy form must be (a) completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority, at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong; or (b) submitted electronically via https://evoting.vistra.com/#/199 in accordance with the instructions printed on the notification letter sent to you by email or by post on 29 July 2026, in each case as soon as possible and in any event no later than 10:00 a.m. (Hong Kong time) on Wednesday, 19 August 2026, or not less than 48 hours before the time of any adjourned Meeting.

9. A proxy need not be a member of the Company but must attend the Meeting through the Vistra eVoting Portal to represent you.

10. Completion and return of this form of proxy will not preclude you from attending, submitting questions and voting at the Meeting or any adjournment thereof if you so wish and, if you attend and vote at the Meeting, the instrument appointing a proxy shall be deemed to have been revoked.

11. Any alteration made in this form of proxy must be duly initialled by the person who signs it.

12. The full text of resolutions numbered 4(A), 4(B), 4(C), 5 and 6 is set out in the notice convening the Meeting dated 29 July 2026.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es), and your proxy's (or proxies') email address(es), is on a voluntary basis for the purposes of processing your request for the appointment of a proxy (or proxies), your voting instructions and, where applicable, providing login details for attending and voting at the Meeting or any adjournment thereof through the Vistra eVoting Portal (the "**Purposes**"). The Company may transfer your and your proxy's (or proxies') name(s), address(es) and email address(es) to our agent, contractor, or third party service provider who provides administrative, computer or other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s), address(es) and email address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance, and any such request should be in writing by mail to the privacy compliance officer of Tricor Investor Services Limited at the above address.

In case of any inconsistency, the English version of this form of proxy shall prevail over the Chinese version.