



# ITC CORPORATION LIMITED

*(Incorporated in Bermuda with limited liability)*  
(Stock code: 372)

## NOTICE OF PREFERENCE SHAREHOLDER MEETING

**NOTICE IS HEREBY GIVEN** that a meeting of the holders of the convertible preference shares of HK\$0.10 each in the share capital of ITC Corporation Limited (the "Company") will be held at Conference Room, 11th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong on **Wednesday, 13th October, 2004 at 11:30 a.m.** for the purpose of considering and, if thought fit, passing the following resolution, which will be proposed as a special resolution of the Company:

### SPECIAL RESOLUTION

**"THAT**, the variation or abrogation of the rights and restrictions of the convertible preference shares of HK\$0.10 each in the share capital of the Company in the manner set forth in the form of special resolution, set out in the notice of special general meeting of the holders of ordinary shares and the holders of convertible preference shares of the Company dated 21st September, 2004, and the passing of that resolution be and are hereby sanctioned for all purposes of Bermuda law and of the Company's bye-laws."

By Order of the Board  
**Law Hon Wa, William**  
*Company Secretary*

Hong Kong, 21st September, 2004

*Principal place of business in Hong Kong:*  
33rd Floor, Paul Y. Centre  
51 Hung To Road  
Kwun Tong  
Kowloon  
Hong Kong

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Notes:*

1. Holders of the convertible preference shares of the Company entitled to attend and vote at the meeting convened by this notice are entitled to appoint one or more proxies to attend and vote instead of them. A proxy need not be a member of the Company but must be present in person at the meeting to represent the member.
2. In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a copy of such authority notarially certified, must be deposited at the office of the Company's principal place of business in Hong Kong at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting, as the case may be. Completion and return of the blue form of proxy will not preclude holders of the convertible preference shares of the Company from attending and voting in person at the meeting if they so desire.
3. As at the date of this notice, the board of directors comprises eight directors, of which (i) six are executive directors, namely Dr. Chan Kwok Keung, Charles, Mr. Lau Ko Yuen, Tom, Ms. Chau Mei Wah, Rosanna, Mr. Chan Kwok Hung, Mr. Chan Fut Yan and Mr. Cheung Hon Kit; and (ii) two are independent non-executive directors, namely Mr. Chuck Winston Calptor and Mr. Lee Kit Wah.

Please also refer to the published version of this announcement in The Standard.