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TECH PRO TECHNOLOGY DEVELOPMENT LIMITED

德普科技發展有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 03823)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(2) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO (Cap. 571 of the Laws of Hong Kong).

The Board wishes to inform the Shareholders and potential investors that the Group is expected to continue to record a consolidated net loss for the year ended 31 December 2014, as compared to the loss recorded for the year ended 31 December 2013.

The Group's consolidated net loss for the year ended 31 December 2014 was primarily attributed to (i) impairment loss on goodwill and intangible assets; (ii) amortisation of intangible assets; (iii) finance expenses, including imputed interests, incurred on the unlisted bonds and convertible notes; (iv) the net fair values loss on the unlisted bonds and convertible notes; (v) an increase in distribution costs and administrative expenses; and (vi) a decrease in turnover.

The information contained in this announcement is only based on the preliminary assessment by the Board on the management accounts of the Group and is not based on any figures or information audited or reviewed by the Company's auditor.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by Tech Pro Technology Development Limited (the "**Company**"), together with the subsidiaries, the "**Group**") pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined in the Listing Rules) of Part XIVA of the Securities and Futures Ordinance (the "**SFO**") (Cap. 571 of the Laws of Hong Kong).

The Board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that the Group is expected to continue to record a consolidated net loss for the year ended 31 December 2014, as compared to the loss recorded for the year ended 31 December 2013.

The Group’s consolidated net loss for the year ended 31 December 2014 was primarily attributed to (i) impairment loss on goodwill and intangible assets; (ii) amortisation of intangible assets; (iii) finance expenses, including imputed interests, incurred on the unlisted bonds and convertible notes; (iv) the net fair values loss on the unlisted bonds and convertible notes; (v) an increase in distribution costs and administrative expenses; and (vi) a decrease in turnover.

The information contained in this announcement is only based on the preliminary assessment by the Board on the management accounts of the Group and is not based on any figures or information audited or reviewed by the Company’s auditor. Shareholders and potential investors are advised to read carefully the annual results announcement of the Group for the year ended 31 December 2014 which is expected to be published on the website of the Company at www.techprotd.com and on the website of the Hong Kong Exchanges and Clearing Limited at www.hkex.com.hk before the end of March 2015.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Tech Pro Technology Development Limited
Li Wing Sang
Chairman

Hong Kong, 3 March 2015

As at the date of this announcement, the executive Directors are Mr. Li Wing Sang, Mr. Liu Xinsheng and Mr. Chiu Chi Hong; the independent non-executive Directors are Mr. Lau Wan Cheung, Mr. Ng Wai Hung and Mr. Tam Tak Wah.