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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)**

- (1) LAPSE OF THE PLACING AGREEMENT RELATING TO  
PLACING OF NEW SHARES UNDER GENERAL MANDATE;  
(2) TERMINATION OF THE PLACING AGREEMENT RELATING TO  
PLACING OF NEW SHARES UNDER SPECIFIC MANDATE; AND  
(3) TERMINATION OF PROPOSED INCREASE IN  
AUTHORISED SHARE CAPITAL**

**Placing Agent**

**PineStone 鼎石**

**PINESTONE SECURITIES LIMITED**

Reference is made to the announcement (the “**Announcement**”) of Tech Pro Technology Development Limited (the “**Company**”) dated 7 August 2016 in relation to, among other things, the placing of new shares of the Company under general mandate and specific mandate, and the proposed increase in the authorised share capital of the Company. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

Pursuant to the GM Placing Agreement, in the event that any of the conditions of the GM Placing is not fulfilled on or before 31 August 2016 (or such later date as may be agreed between the parties to the GM Placing Agreement in writing), all rights, obligations and liabilities of the parties to the GM Placing Agreement shall cease and terminate and neither of the parties thereto shall have any claim against the other save for any antecedent breach under the GM Placing Agreement prior to such termination.

As at the date of this announcement, the conditions of the GM Placing have yet to be fulfilled, and as such, the GM Placing Agreement had lapsed and the GM Placing will not proceed. In view of the lapse of the GM Placing Agreement, the Company also proposed to terminate the SM Placing Agreement and had entered into a deed of termination with the Placing Agent on 31 August 2016 (after trading hours of the Stock Exchange) to terminate the SM Placing Agreement, and hence, the SM Placing will not proceed.

The Directors are of the view that the lapse of the GM Placing Agreement and the termination of the SM Placing Agreement have no material adverse impact on the existing business operation and financial position of the Company as a whole.

Taking into consideration the lapse of the GM Placing Agreement and the termination of the SM Placing Agreement, the proposed increase in the authorised capital of the Company as mentioned in the Announcement will not proceed.

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

Hong Kong, 31 August 2016

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