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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)

**COMPLETION OF DISCLOSEABLE TRANSACTION
IN RESPECT OF THE ACQUISITION OF
THE ENTIRE ISSUED SHARE CAPITAL OF
AFFLUENT STATE HOLDINGS LIMITED INVOLVING ISSUE OF
CONSIDERATION SHARES UNDER GENERAL MANDATE**

Reference is made to the announcement (the “**Announcement**”) of Tech Pro Technology Development Limited (the “**Company**”) dated 29 December 2016 in relation to the Acquisition. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all the conditions precedent set out in the Acquisition Agreement have been fulfilled and Completion took place on 28 February 2017 in accordance with the terms and conditions of the Acquisition Agreement. An aggregate of 500,000,000 Consideration Shares have been allotted and issued to the Vendor at the issue price of HK\$0.183 per Consideration Share pursuant to the Acquisition Agreement.

Upon Completion, the Target Company has become a wholly-owned subsidiary of the Company and the financial results of the Target Group will be consolidated into that of the Group.

Set out below are the shareholding structure of the Company (i) immediately prior to Completion; and (ii) immediately after Completion and the allotment and issue of the Consideration Shares:

	Immediately prior to Completion		Immediately after Completion and the allotment and issue of the Consideration Shares	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
Directors				
Mr. Li Wing Sang	589,699,200	8.60%	589,699,200	8.02%
Mr. Chiu Chi Hong	68,576,000	1.00%	68,576,000	0.93%
Mr. Liu Xinsheng	68,470,400	1.00%	68,470,400	0.93%
Mr. Lee Tsz Hang	64,370,000	0.94%	64,370,000	0.88%
Sub-total	<u>791,115,600</u>	<u>11.54%</u>	<u>791,115,600</u>	<u>10.76%</u>
Public Shareholders				
The Vendor	–	–	500,000,000	6.80%
Other public Shareholders	<u>6,063,746,444</u>	<u>88.46%</u>	<u>6,063,746,444</u>	<u>82.44%</u>
Total	<u>6,854,862,044</u>	<u>100.00%</u>	<u>7,354,862,044</u>	<u>100.00%</u>

Notes:

1. Mr. Lee Tsz Hang is interested in or is deemed to be interested in an aggregate of 64,370,000 Shares.
2. Certain percentage figures included in the above table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

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

Hong Kong, 28 February 2017

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