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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)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE; AND APPOINTMENT OF MEMBER OF NOMINATION COMMITTEE

The Board announces that Mr. Lau has tendered his resignation as an independent non-executive Director, a member of each of the Audit Committee, Remuneration Committee and Nomination Committee of the Company with effect from 2 March 2017.

The Board is pleased to announce that Mr. Tam has been appointed as the member of Nomination Committee of the Company with effect from 2 March 2017.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Tech Pro Technology Development Limited (the “**Company**”) announces that Mr. Lau Wan Cheung (“**Mr. Lau**”) has tendered his resignation as an independent non-executive Director of the Company, a member of each of the audit committee (“**Audit Committee**”), remuneration committee (“**Remuneration Committee**”) and nomination committee (“**Nomination Committee**”) with effect from 2 March 2017 in order to focus on his other personal development.

Mr. Lau has confirmed that (i) he had no claim against the Company in respect of his resignation and there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of the Stock Exchange of Hong Kong Limited and the shareholders of the Company in relation to his resignation.

The Board would like to take this opportunity to thank Mr. Lau for his efforts and valuable contributions to the Company during his tenure of office.

According to Rule 3.10(1) and Rule 3.21 of the Listing Rules, the Company is required to appoint at least three independent non-executive directors and an audit committee must comprise a minimum of three members. Following the resignation of Mr. Lau, the Board will have a total of 6 directors, comprises 4 executive directors and 2 independent non-executive directors. The number of independent non-executive directors of the Company therefore falls below the minimum number of three as required under Rule 3.10(1) and Rule 3.21 of the Listing Rules. The Company shall appoint at least one additional independent non-executive director in order to meet the above requirement. Pursuant to Rule 3.11 of the Listing Rules, the Company shall appoint a sufficient number of independent non-executive directors to meet the minimum number as required under Rule 3.10(1) and Rule 3.21 of the Listing Rules within three months after failing to meet the requirement.

The Company has made endeavours but will require more time to identify suitable candidate to act as the additional independent non-executive director of the Company. The Company will continue with such endeavours to comply with the Listing Rules as soon as practicable. Further announcement will be made by the Company as and when appropriate.

APPOINTMENT OF MEMBER OF NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Tam Tak Wah (“**Mr. Tam**”) has been appointed as the member of Nomination Committee of the Company with effect from 2 March 2017.

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

Hong Kong, 2 March 2017

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