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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 PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

 **KINGSTON SECURITIES**

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 24 April 2017 in accordance with the terms of the Placing Agreement.

An aggregate of 489,370,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.128 per Placing Share to not less than six Places pursuant to the terms of the Placing Agreement.

Reference is made to the announcement (the “**Announcement**”) of the Company dated 3 April 2017 in relation to the Placing. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

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To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Placees and their ultimate beneficial owners (if applicable) are Independent Third Parties and none of the Placees and their respective associates has become a substantial Shareholder (as defined in the Listing Rules) immediately after completion of the Placing.

The gross proceeds from the Placing are approximately HK\$62.6 million, and the net proceeds receivable by the Company under the Placing, after deducting relevant expenses (including but not limited to placing commission, legal expenses and disbursements) are approximately HK\$60.5 million. The Company intends to apply the net proceeds from the Placing (i) as to approximately HK\$30 million to LED lighting business including but not limited to the purchase of materials for production and products development; and (ii) as to approximately HK\$30.5 million as general working capital of the Group including but not limited to cover the administrative and operating expenses of the Hong Kong office.

CHANGES IN SHAREHOLDING STRUCTURE

The 489,370,000 Placing Shares represent approximately (i) 6.65% of the issued share capital of the Company immediately before completion of the Placing; and (ii) 6.24% of the issued share capital of the Company as enlarged by the allotment and issue of the 489,370,000 Placing Shares.

The changes in the shareholding structure of the Company as a result of the Placing are as follows:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
Mr. Li Wing Sang (<i>Note 1</i>)	589,699,200	8.02%	589,699,200	7.52%
Mr. Chiu Chi Hong (<i>Note 1</i>)	68,576,000	0.93%	68,576,000	0.87%
Mr. Liu Xincheng (<i>Note 1</i>)	65,470,400	0.89%	65,470,400	0.83%
Mr. Lee Tsz Hang (<i>Note 1</i>)	64,370,000	0.88%	64,370,000	0.82%
Public Shareholders				
The Placees	–	–	489,370,000	6.24%
Mrs. Chu Yuet Wah (<i>Note 2</i>)	269,154,000	3.66%	269,154,000	3.43%
Other public Shareholders	6,297,592,444	85.62%	6,297,592,444	80.29%
Total	<u>7,354,862,044</u>	<u>100.00%</u>	<u>7,844,232,044</u>	<u>100.00%</u>

Notes:

1. Mr. Li Wing Sang, Mr. Chiu Chi Hong, Mr. Liu Xinsheng and Mr. Lee Tsz Hang are Directors.
2. Mrs. Chu Yuet Wah is interested in 269,154,000 Shares through her wholly owned company Best China Limited. Save as disclosed, Mrs. Chu Yuet Wah is an Independent Third Party.
3. 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, 24 April 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. Ong King Keung, Mr. Zhou Jing and Ms. Wong Chi Yan.