

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



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 9 December 2016 in accordance with the terms of the Placing Agreement.

An aggregate of 318,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.192 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 22 November 2016 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.

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 9 December 2016 in accordance with the terms of the Placing Agreement.

An aggregate of 318,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.192 per Placing Share to not less than six Placees pursuant to the terms of the Placing Agreement.

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\$61 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\$59 million. The Company intends to apply the net proceeds from the Placing (i) as to approximately HK\$45 million to finance the operation of the professional football club segment of the Group; and (ii) as to approximately HK\$14 million as general working capital of the Group.

CHANGES IN SHAREHOLDING STRUCTURE

The 318,000,000 Placing Shares represent approximately (i) 4.86% of the issued share capital of the Company immediately before completion of the Placing; and (ii) 4.64% of the issued share capital of the Company as enlarged by the allotment and issue of the 318,000,000 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	9.02%	589,699,200	8.60%
Mr. Chiu Chi Hong (<i>Note 1</i>)	67,276,000	1.03%	67,276,000	0.98%
Mr. Liu Xinsheng (<i>Note 1</i>)	68,470,400	1.05%	68,470,400	1.00%
Mr. Lee Tsz Hang (<i>Note 1</i>)	64,370,000	0.98%	64,370,000	0.94%
Sub-total	<u>789,815,600</u>	<u>12.08%</u>	<u>789,815,600</u>	<u>11.52%</u>
Public Shareholders				
The Placees	–	–	318,000,000	4.64%
Other public Shareholders	<u>5,747,046,444</u>	<u>87.92%</u>	<u>5,747,046,444</u>	<u>83.84%</u>
Total	<u>6,536,862,044</u>	<u>100.00%</u>	<u>6,854,862,044</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. 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, 9 December 2016

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.