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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: 3823)**

### **APPOINTMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 13 February 2019:

- (1) Mr. Dong Bo Frederic has been appointed as an executive Director;
- (2) Mr. Chan Wing Chung has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee;
- (3) Mr. Wong Kui Shing, Danny, an independent non-executive Director, has been appointed as the member of the Nomination Committee; and
- (4) Dr. Wong Yun Kuen, an independent non-executive Director, has been appointed as the member of the Nomination Committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Tech Pro Technology Development Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that (i) Mr. Dong Bo Frederic (“**Mr. Dong**”) has been appointed as an executive Director; and (ii) Mr. Chan Wing Chung (“**Mr. Chan**”) has been appointed as an independent non-executive Director, and a member of each of the audit committee of the Company (the “**Audit Committee**”), the remuneration committee of the Company (the “**Remuneration Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”), with effect from 13 February 2019.

The biographical details of Mr. Dong are set out as follows:

Mr. Dong, aged 52, was an executive director of Success Universe Group Limited (formerly known as China Development Corporation Limited) (stock code: 487), a company listed on the Main Board of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), from 3 January 2001 to 29 October 2001. Mr. Dong was an executive director and the chairman of the board of China Baoli Technologies Holdings Limited (formerly known as Premium Land Limited) (stock code: 164), a company listed on the Main Board of the Stock Exchange, from 26 October 2001 to 8 November 2006. In addition, from 2002 to 2004, Mr. Dong was a member of the Standing Committee of the Chamber of Hong Kong Listed Companies, which functions as an effective communication channel between listed companies and regulatory authorities in Hong Kong.

The Company has entered into a service agreement with Mr. Dong for a term of three years commencing from 13 February 2019, which may be terminated by either party giving to the other not less than one month’s prior notice in writing.

Mr. Dong is entitled to a monthly salary of HK\$30,000 on a thirteen months’ basis with discretionary bonus which was determined by the Board after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market. His directorship is subject to retirement by rotation and re-election of the Company in accordance with the articles of association of the Company (the “**Articles**”).

The biographical details of Mr. Chan are set out as follows:

Mr. Chan, aged 44, obtained a Bachelor’s Degree in Accountancy and a Master’s Degree in Corporate Governance from the Hong Kong Polytechnics University. He is an associate member of the Hong Kong Institute of Certified Public Accountants, The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators. Mr. Chan has been an executive director of Larry Jewelry International Limited (stock code: 8351) since 3 October 2016. He was also the chief financial officer of SMI Culture & Travel Group Holdings Limited (stock code: 2366) and held senior management positions in a number of companies listed in Hong Kong and the United States of America. Mr. Chan has more than 20 years of experience in financial management, information technology, corporate finance and acquisition transactions.

Under the letter of appointment entered into between Mr. Chan and the Company, the appointment will take effect from 13 February 2019 for a term of one year provided that his employment may be terminated at any time on expiry of not less than one month’s written notice given by any party. His directorship in the Company is subject to retirement and re-election at general meetings of the Company in accordance with the Articles.

Mr. Chan is entitled to receive a remuneration of HK\$20,000 per month. His remuneration package was determined by the Board with recommendation of the Remuneration Committee after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed herein, each of Mr. Dong and Mr. Chan did not hold any other directorship in the last three years in other public company the securities of which are listed on any securities market in Hong Kong or overseas and does not have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company and does not hold any position of the Company and other companies within the Group. As at the date of this announcement, each of Mr. Dong and Mr. Chan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Chan has confirmed that he has met the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). Save as disclosed in this announcement, each of Mr. Dong and Mr. Chan confirmed that there is no other information which requires to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter regarding his appointment that need to be brought to the attention of the shareholders of the Company.

The Board also announces that each of Mr. Wong Kui Shing, Danny and Dr. Wong Yun Kuen has been appointed as a member of the Nomination Committee with effect from 13 February 2019.

The Board would like to express its warmest welcome to Mr. Dong and Mr. Chan for joining the Board.

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

Hong Kong, 13 February 2019

*As at the date of this announcement, the executive Directors are Mr. Li Wing Sang, Mr. Liu Xinsheng, Mr. Lee Tsz Hang, Mr. Chiu Chi Hong and Mr. Dong Bo Frederic; the independent non-executive Directors are Mr. Ong King Keung, Ms. Wong Chi Yan, Mr. Wong Kui Shing, Danny, Dr. Wong Yun Kuen and Mr. Chan Wing Chung.*