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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 MAY 2013 AND CHANGE OF AUDITOR

The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular (the “**Circular**”) of Tech Pro Technology Development Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting dated 18 April 2013. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

At the AGM held on 23 May 2013, all proposed resolutions as set out in the Notice were taken by poll. The Company’s share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the AGM date, the total number of issued shares in the Company was 1,082,702,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the AGM. No Shareholder was required to abstain from voting in favour of the resolutions at the AGM, and there was no Share only entitled the holders thereof to attend and vote only against the resolutions at the AGM. No person had indicated in the Circular of his intention to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated accounts and reports of the directors (the “ Directors ”) and auditor of the Company and its subsidiaries for the year ended 31 December 2012.	554,093,909 (100.00%)	– (0.00%)
2.	To appoint Crowe Horwath (HK) CPA Limited as the auditor of the Company following the retirement of CCIF CPA Limited and to authorise the board of Directors to fix its remuneration.	554,093,909 (100.00%)	– (0.00%)
3.	(a) Mr. Li Wing Sang be re-elected as an executive Director and the board of Directors be authorised to fix his remuneration.	541,185,900 (97.67%)	12,908,009 (2.33%)
	(b) Mr. Tam Tak Wah be re-elected as an independent non-executive Director and the board of Directors be authorised to fix his remuneration.	522,492,000 (94.30%)	31,601,909 (5.70%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares (the “ Shares ”) of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	521,260,000 (94.07%)	32,833,909 (5.93%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	554,093,909 (100.00%)	– (0.00%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the share capital of the Company by an amount not exceeding the amount of the Shares repurchased by the Company.	521,260,000 (94.07%)	32,833,909 (5.93%)
7.	To approve the refreshment of the 10% limit on the grant of options under the share option scheme of the Company adopted on 26 July 2007 and as set out in item 7 of the Notice.	523,638,000 (94.50%)	30,455,909 (5.50%)

As more than 50% of the votes were cast in favour of all the proposed resolutions, all the resolutions were duly passed as ordinary resolutions by way of poll at the AGM.

CHANGE OF AUDITOR

As disclosed in the Circular, in March 2010, CCIF CPA Limited merged with PCP CPA Limited to form Crowe Horwath (HK) CPA Limited which takes up the business of its two predecessor firms over a transitional period. Accordingly, following the retirement of CCIF CPA Limited, a resolution for the appointment of Crowe Horwath (HK) CPA Limited as new auditor of the Company was proposed at the AGM.

The Board announces that pursuant to the ordinary resolution numbered 2 as set out in the Notice passed by the Shareholders at the AGM, Crowe Horwath (HK) CPA Limited has been appointed as the auditor of the Company following the retirement of CCIF CPA Limited and to hold office until the conclusion of the next annual general meeting of the Company.

CCIF CPA Limited has confirmed that there are no matters in connection with its retirement that need to be brought to the attention to the holders of securities of the Company or the creditors of the Company. The Board also confirmed that there are no circumstances in respect of the change of auditor that need to be brought to the attention of the holders of the securities of the Company.

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

Hong Kong, 23 May 2013

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