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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)**

### **INSIDE INFORMATION UPDATE ON BUSINESS OPERATION AND POSSIBLE DISPOSAL**

#### **UPDATE ON BUSINESS OPERATION**

The Board wishes to announce that on 3 July 2019 (Paris time), the Borrower entered into a share loan agreement with Vantage Up, an affiliated company of the Lender, pursuant to which, among other things, the Borrower shall grant to Vantage Up and its two nominees the Share Loan of 4,063, one and one Borrowed Shares respectively, in aggregate representing approximately 5.00% of the entire issued share capital of the Football Club Company.

As soon as the Share Loan was set up, Vantage Up has advanced to the Football Club Company an unsecured Vantage Loan in the amount of €4,000,000 bearing an interest rate of 2% per annum. The Vantage Loan has been blocked in the accounts of the Football Club Company as the Contribution in order to guarantee the financing requirements of the FCSM for the upcoming season.

The Group has made the Appeal to the DNCG against the Decision on the grounds that, among other things, the financing requirements of the FCSM for the upcoming season would be fulfilled as the Vantage Loan would be blocked in the accounts of the Football Club Company as the Contribution.

On 4 July 2019 (Paris time), a hearing of the DNCG was held regarding the Appeal and the Board is pleased to announce that on 8 July 2019 (Paris time), the DNCG has decided to reverse the Decision and that FCSM shall remain in Ligue 2 in the coming season of 2019-2020.

## **UPDATE ON POSSIBLE DISPOSAL**

The Board is pleased to announce that on 3 July 2019 (Paris time), the Borrower has entered into the Formal Agreement with Vantage Up in relation to the Possible Disposal, which will constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. As addition time is required to prepare the relevant information in relation to the Formal Agreement, the announcement in relation to the Formal Agreement will be published in accordance with the Listing Rules as soon as possible.

**Shareholders and investors of the Company are urged to exercise caution when dealing in the securities of the Company.**

The Company will keep the Shareholders and potential investors of the Company informed of any further development of FCSM and the Possible Disposal as and when appropriate.

## **UPDATE ON BUSINESS OPERATION**

This announcement is made by Tech Pro Technology Development Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcement of the Company dated 22 May 2019 in relation to, among other things, the MOU entered into among the Guarantor, the Borrower and the Lender setting out the preliminary understanding in relation to the Possible Disposal and (ii) the announcement of the Company dated 19 June 2019 in relation to the Decision of the DNCG that FCSM shall be relegated to Championnat de France National (France National Championship) at the end of the 2018-2019 season (collectively, the “**Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **The Contribution**

As disclosed in the Announcements, the Group was required to make the Contribution of €4,000,000 which shall be blocked in the accounts of the Football Club Company to guarantee the financing requirements of the FCSM for the upcoming season and the Group was exploring ways to raise funds to finance the Contribution. According to the French company laws, in order to be valid, the Contribution shall be made by a shareholder of the Football Club Company.

The Board wishes to announce that on 3 July 2019 (Paris time), the Borrower entered into share loan agreements with Vantage Up Group Ltd (“**Vantage Up**”) (a company incorporated under the laws of British Virgin Islands and an affiliated company of the Lender) and two individuals who are nominees of Vantage Up, pursuant to which, among other things, the Borrower shall grant to Vantage Up and the two nominees share loans by transferring the full ownership of 4,063, one and one shares (collectively, the “**Borrowed Shares**”) respectively, in aggregate representing approximately 5.00% of the entire issued share capital of the Football Club Company (the “**Share Loan**”).

As soon as the Share Loan is set up, Vantage Up shall advance to the Football Club Company an unsecured loan in the amount of €4,000,000 bearing an interest rate of 2% per annum (the “**Vantage Loan**”). The duration of the Share Loan shall be the same as the term of the Vantage Loan and upon expiry of the term, Vantage Up shall promptly return to the Borrower the Borrowed Shares.

Accordingly, the Share Loan and the Vantage Loan was respectively advanced and the Vantage Loan was blocked in the accounts of the Football Club Company as the Contribution in order to guarantee the financing requirements of the FCSM for the upcoming season.

### **The Appeal**

The Group has made an appeal to the DNCG against the Decision on the grounds that, among other things, the financing requirements of the FCSM for the upcoming season would be fulfilled as the Vantage Loan would be blocked in the accounts of the Football Club Company as the Contribution (the “**Appeal**”).

On 4 July 2019 (Paris time), a hearing of the DNCG was held regarding the Appeal and the Board is pleased to announce that on 8 July 2019 (Paris time), the DNCG has decided to reverse the Decision and that FCSM shall remain in Ligue 2 in the coming season of 2019-2020.

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### **Shareholders and investors of the Company are urged to exercise caution when dealing in the securities of the Company.**

The Company will keep the Shareholders and potential investors of the Company informed of any further development of FCSM and the Possible Disposal as and when appropriate.

### **CONTINUED SUSPENSION OF TRADING**

Trading in Shares has been suspended since 9 November 2017 pending the fulfilment of the Resumption Conditions. The Board is working closely towards the resumption of trading in Shares as soon as possible.

By order of the Board  
**Tech Pro Technology Development Limited**  
**Dong Bo Frederic**  
*Chairman*

Hong Kong, 10 July 2019

*As at the date of this announcement, the executive Directors are Mr. Dong Bo Frederic, Mr. Liu Xinsheng, Mr. Chiu Chi Hong and Mr. Lee Tsz Hang; and the independent non-executive Directors are Mr. Wong Kui Shing, Danny, Dr. Wong Yun Kuen and Mr. Wong Yuk Lun Alan.*