



Tech Pro Technology Development Limited

德普科技發展有限公司

(incorporated in the Cayman Islands with limited liability)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF PLACING AND PUBLIC OFFER

Number of Offer Shares : 150,000,000 Shares
Number of Placing Shares : 135,000,000 Shares (subject to reallocation)
Number of Public Offer Shares : 15,000,000 Shares (subject to reallocation)
Offer Price : Not more than HK\$1.30 per Offer Share and expected to be not less than HK\$1.06 per Offer Share (payable in full on application plus brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005% and subject to refund)
Nominal value : HK\$0.01 each
Stock code : 3823

Sponsor



Hantec Capital Limited

Sole Bookrunner

OSK Asia Securities Limited

Joint Lead Managers

OSK Asia Securities Limited



Hantec Capital Limited

Underwriters

OSK Asia Securities Limited
First Shanghai Securities Limited
Guotai Junan Securities (Hong Kong) Limited

Hantec Capital Limited
Grand Vinco Capital Limited
Oriental Patron Asia Limited

Taifook Securities Company Limited

- Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in the Prospectus including such number of Shares which may be issued pursuant to the exercise of any options that may be granted under the Share Option Scheme.
- The Share Offer comprises 150,000,000 Shares initially being offered by the Company for subscription by way of Placing and Public Offer. A total of 135,000,000 Shares, representing an aggregate of 90% of the total number of the Offer Shares, will initially be offered under the Placing to professional, institutional and/or private investors in Hong Kong. A total of 15,000,000 Shares, representing 10% of the total number of the Offer Shares, will initially be offered under the Public Offer to the public in Hong Kong.
- Applicants who would like to be allotted and issued Public Offer Shares in their own names should complete and sign the **WHITE** Application Forms.
- Applicants who would like to be allotted and issued Public Offer Shares in the name of HKSCC Nominees Limited and deposit directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS participants maintained in CCASS should complete and sign the **YELLOW** Application Forms.
- Dealings in the Shares on the Stock Exchange are expected to commence on Thursday, 6 September 2007. The Shares will be traded in board lots of 2,000 Shares each.

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in the Prospectus including such number of Shares which may be issued pursuant to the exercise of any options that may be granted under the Share Option Scheme. Subject to the granting of the listing of, and permission to deal in, the Shares on the Main Board as well as the compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the CCASS with effect from the Listing Date or any other date as determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The Share Offer comprises 150,000,000 Shares initially being offered by the Company for subscription by way of Placing and Public Offer. A total of 135,000,000 Shares, representing an aggregate of 90% of the total number of the Offer Shares, will initially be offered under the Placing to professional, institutional and/or private investors in Hong Kong. A total of 15,000,000 Shares, representing 10% of the total number of the Offer Shares, will initially be offered under the Public Offer to the public in Hong Kong. For allocation purposes only, the number of the Public Offer Shares will be divided equally into two pools: pool A and pool B. The Public Offer Shares in pool A will consist of 7,500,000 Shares and will be allocated on an equitable basis to applicants who have applied for the Public Offer Shares in the value of HK\$5 million (excluding the brokerage, the Stock Exchange trading fee and the SFC transaction levy thereon) or less. The Public Offer Shares available in pool B will consist of 7,500,000 Shares and will be allocated on an equitable basis to applicants who have applied for Public Offer Shares in the value of more than HK\$5 million (excluding the brokerage, the Stock Exchange trading fee and the SFC transaction levy) and up to the total initial value of pool B. Investors should be aware that the allocation ratios for applications in the two pools, as well as the allocation ratios for applications in the same pool, are likely to be different. Where one of the pools is undersubscribed, the surplus Public Offer Shares will be transferred to satisfy demand in the other pool and be allocated accordingly. Applicants can only receive an allocation of Public Offer Shares from any one pool but not from both pools and can only make applications to either pool A or pool B. Any application made for more than 100 per cent. of the Public Offer Shares initially available under pool A or Pool B will be rejected. The allocation of the Shares between the Public Offer and the Placing is subject to reallocation as stated in the paragraph headed "Basis of allocation of the Offer Shares" under the section headed "Structure of the Share Offer" of the Prospectus. If the Public Offer or the Placing is not fully subscribed, the Joint Lead Managers (for themselves and for and on behalf of the other Underwriters) have the authority (but not an obligation) to reallocate all or any of the unsubscribed Public Offer Shares originally included in the Public Offer to the Placing (or vice versa, as appropriate) in such proportions as they deem appropriate. The number of Placing Shares available under the Placing will be correspondingly reduced or increased (as the case may be) as a result of reallocation (if any). Multiple applications or suspected multiple applications and any application on a **WHITE** or **YELLOW** Application Form for more than 100% of the Public Offer Shares initially being available in either pool A or pool B as referred above will be rejected and only one application on either a **WHITE** or **YELLOW** Application Form may be made for the benefit of any person. In addition, applicants under the Public Offer are required to undertake and confirm that they or the relevant beneficial owner(s) have not received or applied for or indicated an interest for and will not receive or apply for or indicate an interest for any Placing Shares under the Placing. Applications where cheques or banker's cashier orders are dishonoured upon first presentation are liable to be rejected.

The Offer Price is expected to be fixed by an agreement between the Company and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) on or before the Price Determination Date, which is expected to be on or before Friday, 31 August 2007 or such other date or time as may be agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) but in any event, not later than 12:00 noon on Monday, 3 September 2007. The Offer Price will be not more than HK\$1.30 per Offer Share and is expected to be not less than HK\$1.06 per Offer Share. Applicants for the Offer Shares are required to pay, on application, the maximum Offer Price of HK\$1.30 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price should be lower than HK\$1.30 (the maximum Offer Price).

The Joint Lead Managers (for themselves and on behalf of the other Underwriters), with the consent of the Company, may reduce the indicative Offer Price range stated above and in the Prospectus (which is HK\$1.06 to HK\$1.30) at any time prior to the morning of the last day for lodging applications under the Public Offer. In such event, the Company will, as soon as practicable following the decision to make such reduction, and in any event not later than the morning of the last day for lodging applications under the Public Offer, cause to be published in The Standard (in English) and Sing Tao Daily (in Chinese) notice of the reduction of the indicative Offer Price range. Applicants should note that if applications for the Public Offer Shares have been submitted prior to the morning of the last day for lodging applications under the Public Offer, then even if the indicative Offer Price range is so reduced, such applications cannot be subsequently withdrawn. If, for whatever reason, the Offer Price is not agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) on or before the Price Determination Date or such other date or time as may be agreed between the Company and the Joint Lead Managers (for themselves and on behalf of the other Underwriters) but in any event, not later than 12:00 noon on Monday, 3 September 2007, the Share Offer will not become unconditional and will lapse immediately. In such event, the Company will issue an announcement to be published in The Standard (in English) and Sing Tao Daily (in Chinese).

The Share Offer is conditional on the conditions as stated in the paragraph headed "Conditions of the Share Offer" in the section headed "Structure of the Share Offer" of the Prospectus. If the Share Offer does not become unconditional on or before 23 September 2007 (or such later date as the Joint Lead Managers may agree in writing for themselves and on behalf of the other Underwriters with the Company), all application monies received from applicants under the Share Offer will be refunded, and if the Offer Price as finally determined is less than HK\$1.30 per Offer Share, the appropriate portion of the application monies will be refunded, in each case without interest and on the terms set out under the paragraph headed "Refund of your application money" on the Application Forms.

Applications for the Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms. Applicants who would like to be allotted and issued Public Offer Shares in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to be allotted and issued Public Offer Shares in the name of HKSCC Nominees Limited and deposit directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS participants maintained in CCASS should complete and sign the **YELLOW** Application Forms.

Copies of the **YELLOW** Application Forms, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Friday, 24 August 2007 until 12:00 noon on Wednesday, 29 August 2007 at:

1. the depository counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or

2. your stockbroker who may have copies of the **YELLOW** Application Forms and the Prospectus available.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 24 August 2007 until 12:00 noon on Wednesday, 29 August 2007 from:

1. any participant of the Stock Exchange;

2. Hantec Capital Limited at 45th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong;

3. OSK Asia Securities Limited at 12th Floor, World-wide House, 19 Des Voeux Road, Central, Hong Kong; or

4. any of the following branches of Standard Chartered Bank (Hong Kong) Limited:

Branches	Address	Branches	Address	Branches	Address	
Hong Kong Island	88 Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A Des Voeux Road Central, Hong Kong	Kowloon	Shop 1/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok, Kowloon	New Territories	Shatin Centre Branch
	88 Des Voeux Road Central Branch	88 Des Voeux Road, Central, Hong Kong		1A Yue Man Square, Kwan Tong, Kowloon		Shop C, Level 3, Shatin Shopping Arcade, Shatin Centre, 2-16 Wang Pok Street, Shatin, New Territories
	Quarry Bay Branch	Shop No.16, G/F, New World Tower, 16-18 Queen's Road Central, Hong Kong		G/F, 10 Grayville Road, Tsimshatsui, Kowloon		Shop C, G/F, 1/F, Jade Plaza, No. 298 Sha Tsui Road, Tsuen Wan, New Territories
	North Point Centre Branch	399 Hennessy Road, Wanchai, Hong Kong		828 Cheung Sha Wan Road, Cheung Sha Wan, Kowloon		Shop No. 186-188, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Fong, New Territories
		G/F, Westlands Gardens, 1027 King's Road, Quarry Bay, Hong Kong		Shop P9-12, Telford Centre, Telford Gardens, Tai Yip Street, Kowloon		140, Yuen Long Main Road, Yuen Long, New Territories

Completed and signed **WHITE** and **YELLOW** Application Forms (to which cheques or banker's cashier orders should be securely stapled) should be deposited in the special collection boxes provided at any one of the branches of Standard Chartered Bank (Hong Kong) Limited referred to above on the following dates during the following times:

Friday, 24 August 2007 — 9:00 a.m. to 4:00 p.m.
Saturday, 25 August 2007 — 9:00 a.m. to 1:00 p.m.
Monday, 27 August 2007 — 9:00 a.m. to 4:00 p.m.
Tuesday, 28 August 2007 — 9:00 a.m. to 4:00 p.m.
Wednesday, 29 August 2007 — 9:00 a.m. to 12:00 noon

The application lists of the Public Offer will be opened from 11:45 a.m. to 12:00 noon on Wednesday, 29 August 2007.

Subject to the terms and conditions set out in the Prospectus and the Application Forms, applications must be received by no later than 12:00 noon on Wednesday, 29 August 2007 (or such later date as may apply in the case of a tropical cyclone warning signal No. 8 or above or a "black" rainstorm warning signal being in force in Hong Kong as described in the paragraph headed "Effect of bad weather on the opening of the application lists" in the section headed "How to apply for Public Offer Shares" of the Prospectus). It is expected that an announcement on the level of interests in the Placing, the results of applications and the basis of allotment of the Public Offer Shares and the number of Shares (if any) reallocated between the Placing and the Public Offer, the identification numbers of successful applicants in the Public Offer Shares, and the procedure for collecting share certificates and/or refund cheques will be published in The Standard (in English), Sing Tao Daily (in Chinese) and the website of the Group at www.techprotd.com on Wednesday, 5 September 2007. The announcement will also be available for viewing on the "Main Board - Allotment of Results" page on the Stock Exchange's website.

If you do not receive any Public Offer Shares, or any part thereof, for any of the reasons as set out in the **WHITE** or **YELLOW** Application Forms, the application monies, or the appropriate portion thereof, together with the related brokerage, Stock Exchange trading fee and SFC transaction levy, will be refunded to you, without interest (all interest will be retained for the benefit of the Company). It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

No temporary document of title will be issued in respect of the Offer Shares. No receipt will be issued for application monies paid.

If you have applied for 1,000,000 Public Offer Shares or more on a **WHITE** or **YELLOW** Application Form and have indicated on your Application Form that you wish to collect your share certificate(s) (for applicants using **WHITE** Application Forms) and/or refund cheque(s) (if any) personally, you may collect them in person from Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspapers as the date of despatch of share certificates and refund cheques. The despatch date is expected to be on Wednesday, 5 September 2007. You must show your identification documents to collect your share certificate(s) and refund cheque(s) (if any). If you do not collect your share certificate(s) and/or refund cheque(s) (if any) personally within the time specified for collection, they will be sent to the address on your Application Form shortly after the time specified for collection on the date of despatch, by ordinary post and at your own risk. If you have applied for less than 1,000,000 Public Offer Shares and you have applied for 1,000,000 Public Offer Shares or more on a **WHITE** or **YELLOW** Application Form but have not indicated on your Application Form that you will collect your share certificate(s) (for applicants using **WHITE** Application Forms) and/or refund cheque(s) (if any) personally, then your share certificate(s) (for applicants using **WHITE** Application Forms) and/or refund cheque(s) (if any) will be sent on the date of despatch of share certificates to the address on your Application Form by ordinary post and at your own risk.

If you have applied for the Public Offer Shares on a **YELLOW** Application Form and your application(s) is wholly or partially successful, your share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of the designated CCASS participant as indicated by you in your Application Form at the close of business on Wednesday, 5 September 2007, or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. You should check the number of Public Offer Shares allotted to you with your designated CCASS participant if you are applying through a designated CCASS participant (other than a CCASS Investor Participant). If you are applying as a CCASS Investor Participant, you should check the announcement to be published by the Company on Wednesday, 5 September 2007 and report any discrepancies to HKSCC before 5:00 p.m. on the same day or such other date as shall be determined by HKSCC or HKSCC Nominees Limited immediately after the credit of the Public Offer Shares to your stock account. CCASS Investor Participant can also check your new account balance via the CCASS Phone System and CCASS Internet System on Wednesday, 5 September 2007 (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). For CCASS Investor Participants, HKSCC will also make available to you an activity statement showing the number of the Public Offer Shares credited to your investor participant stock account.

Share certificates will only become valid certificates of title at 8:00 a.m. on the Listing Date provided that (i) the Share Offer has become unconditional in all respects; and (ii) the Underwriting Agreement has not been terminated in accordance with its terms. Dealings in the Shares on the Stock Exchange are expected to commence on Thursday, 6 September 2007. The Shares will be traded in board lots of 2,000 Shares each.

By order of the Board
Tech Pro Technology Development Limited
Yan Qixu
Chairman

Hong Kong, 24 August 2007

As at the date of this announcement, the executive directors of the Company are Mr. Yan Qixu, Ms. Xiang Xiaogin, Mr. Shan Biao, Ms. Kuang Lihua and Mr. Liu Xinheng, the independent non-executive directors are Mr. Xu Kangning, Mr. Wong Chun Hung and Ms. Lin Sufen.