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## **ICube Technology Holdings Limited**

**中國微電子科技集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 139)**

### **DESPATCH OF CIRCULAR RELATING TO PROPOSED CAPITAL REORGANISATION AND PROPOSED VARIATION OF TERMS AND CONDITIONS OF CONVERTIBLE BONDS**

#### **SUMMARY**

The Board would like to announce that the Circular containing, among others, further details relating to the proposed Capital Reorganisation and the proposed variation of the terms and conditions of the Convertible Bonds pursuant to the Deed of Variations together with a notice convening the Special General Meeting to be held on 25 March 2013 will be despatched to the Shareholders on 1 March 2013.

Reference is made to the two announcements of the Company dated 4 and 8 February 2013 respectively (collectively, the “**Announcements**”) in relation to the following proposals (collectively, the “**Proposals**”) of the Company, which are to be put forward to the Shareholders for approval at a special general meeting (the “**Special General Meeting**”) of the Company:

- (a) the proposal to implement the Capital Reorganisation; and
- (b) the proposal to vary certain terms and conditions of the Convertible Bonds pursuant to the Deed of Variations.

Terms used herein have the same meanings as defined in the Announcements unless otherwise specified.

#### **Despatch of Circular**

The Board would like to announce that a circular (the “**Circular**”) containing, among others, further details relating to the Proposals together with a notice convening the Special General Meeting to be held on 25 March 2013, will be despatched to the Shareholders on 1 March 2013.

## Expected timetable for the Capital Reorganisation

Based on the date fixed for the Special General Meeting, the Company would like to set out the expected timetable for the implementation of the proposed Capital Reorganisation and the related trading and associated arrangements below:

### Events

**2013**

*(Notes)*

Latest time for lodging forms of proxy for the purpose of the Special General Meeting (not less than 48 hours before the Special General Meeting)	9:30 a.m. on Saturday, 23 March
Date of the Special General Meeting	9:30 a.m. on Monday, 25 March
Announcement of results of the Special General Meeting	Monday, 25 March
Effective date of the Capital Reorganisation	Tuesday, 26 March
Existing counter for trading in the Shares in board lots of 10,000 Shares temporarily closes	9:00 a.m. on Tuesday, 26 March
Temporary counter for trading in the Reorganised Shares in board lots of 2,000 Reorganised Shares (in the form of existing share certificates) opens	9:00 a.m. on Tuesday, 26 March
Free exchange of existing share certificates for new share certificates for the Reorganised Shares commences	9:00 a.m. on Tuesday, 26 March
Designated securities house starts to stand in the market to provide matching services for the sale and purchase of odd lots of Reorganised Shares	Friday, 12 April
Existing counter for trading in the Reorganised Shares in board lots of 10,000 Reorganised Shares (in the form of new share certificates) re-opens	9:00 a.m. on Friday, 12 April
Parallel trading in the Reorganised Shares (in the form of new share certificates and existing share certificates) commences	9:00 a.m. on Friday, 12 April
Temporary counter for trading in the Reorganised Shares in board lots of 2,000 Reorganised Shares (in the form of existing share certificates) closes	4:00 p.m. on Friday, 3 May
Parallel trading in the Reorganised Shares (in the form of new share certificates and existing share certificates) ends	4:00 p.m. on Friday, 3 May

## Events

**2013**  
*(Notes)*

Designated securities house ceases to stand in the market to provide matching services for the sale and purchase of odd lots of Reorganised Shares	4:00 p.m. on Friday, 3 May
Free exchange of existing share certificates for new share certificates for the Reorganised Shares ends	4:00 p.m. on Friday, 10 May

### *Notes:*

- (1) All references to time and dates refer to Hong Kong local time and dates.
- (2) Dates or deadlines specified above for events in the timetable are indicative only and may be extended or varied. Any consequential changes to the anticipated timetable will be announced by the Company as and when appropriate.

Shareholders shall refer to the Circular for detailed information on the related trading and associated arrangements for the proposed Capital Reorganisation.

By Order of the Board  
**ICube Technology Holdings Limited**  
**Wong Howard**  
*Chairman*

Hong Kong, 27 February 2013

*As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Wong Howard and Mr. Wong Yat Fai; and three independent non-executive Directors, namely, Mr. Tung Tat Chiu, Michael, Mr. Li Chi Ming and Mr. Wan Ngar Yin, David.*

\* *For identification purposes only*