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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of ICube Technology Holdings Limited (the “**Company**”) announces that on 6 February 2014, the Company offered to grant 42,200,000 share options (the “**Share Options**”) to certain eligible participants (the “**Grantees**”) under the share option scheme of the Company adopted on 27 September 2013, to subscribe for a total of 42,200,000 ordinary shares of HK\$0.01 each of the Company (the “**Shares**”). The grant of the Share Options will be subject to the acceptance of the Grantees. Details of the Share Options are set out below:

Date of offer	:	6 February 2014
Date of grant	:	When the Company receives the acceptance of offer from the Grantees
Exercise price of Share Options offered	:	HK\$0.195 per Share
Closing market price of the Shares on the date of offer of Share Options	:	HK\$0.195 per Share
Number of Share Options offered	:	Tranche 1 – 18,720,000 Tranche 2 – 18,720,000 Tranche 3 – 2,370,000 Tranche 4 – 2,390,000 Total: <u>42,200,000</u>
Validity period of the Share Options	:	From the date of grant to 31 December 2017, both days inclusive

Exercise period of the Share Options : Tranche 1 – from the date of grant to 31 December 2017, both days inclusive

Tranche 2 – from the first anniversary of the date of grant to 31 December 2017, both days inclusive

Tranche 3 – from the second anniversary of the date of grant to 31 December 2017, both days inclusive

Tranche 4 – from the third anniversary of the date of grant to 31 December 2017, both days inclusive

Among the total of 42,200,000 Share Options offered, 11,000,000 Share Options are offered to the directors of the Company as follows:-

Name of director	Number of Share Options offered		
	Tranche 1	Tranche 2	Total
Mr. Wong Howard (<i>Note</i>)	4,000,000	4,000,000	8,000,000
Mr. Wong Yat Fai	1,500,000	1,500,000	3,000,000
	<u>5,500,000</u>	<u>5,500,000</u>	<u>11,000,000</u>

Note: Mr. Wong Howard is also deemed as a substantial shareholder of the Company since he has approximately 20.69% shareholding interests in the Company (excluding the 14,400,000 Share Options currently held by him and granted to him by the Company in July 2011 and January 2013).

In accordance with Rule 17.04(1) of the Listing Rules, the grants of Share Options to Mr. Wong Howard and Mr. Wong Yat Fai have been approved by all independent non-executive directors of the Company.

Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company, or an associate (as defined in Rule 1.01 of the Listing Rules) of any of them.

On behalf of the Board
ICube Technology Holdings Limited
Wong Howard
Chairman

Hong Kong, 6 February 2014

As at the date of this announcement, the Board comprises 2 executive directors, namely, Mr. Wong Howard and Mr. Wong Yat Fai; and 3 independent non-executive directors, namely, Mr. Tung Tat Chiu, Michael, Mr. Li Chi Ming and Mr. Kwok Chi Kwong.

* for identification purposes only