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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)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 18 AUGUST 2014 PROPOSED AMENDMENTS TO THE TERMS OF THE BONDS

SGM Poll Results

The Board is pleased to announce that the ordinary resolution approving the Second Deed of Variations and the transactions contemplated thereunder was duly passed by the Shareholders at the SGM held on 18 August 2014 by way of poll.

Reference is made to the circular dated 1 August 2014 (the “**Circular**”) and the notice of the Special General Meeting dated 1 August 2014 (the “**SGM**”) of the Company regarding the Proposed Amendments of the terms and conditions of the Bonds pursuant to the Second Deed of Variations.

Unless the context otherwise requires, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the ordinary resolution approving the Second Deed of Variations and the transactions contemplated thereunder (the “**Resolution**”) was duly passed by the Shareholders at the SGM held on 18 August 2014 by way of poll.

Tricor Tengis Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for vote-taking at the SGM.

The poll results in respect of the Resolution are set out below:

ORDINARY RESOLUTION	Number of votes (%) (Note)	
	For	Against
To approve the variation of the terms and conditions of the bonds in the aggregate principal amount of HK\$200 million constituted by the deed poll dated 1 December 2010 (and as varied on 8 February 2013 pursuant to a deed of variations entered into by the Company and the Bondholders) pursuant to the second deed of variations dated 8 July 2014.	1,302,206,329 (99.99%)	80,000 (0.01%)

Note: The number of votes and percentage of voting Shares are based on the total amount of the issued Shares held by the Shareholders who voted at the SGM in person or by proxy.

As more than 50% of the votes were cast for the Resolution, the Resolution was duly passed as an ordinary resolution of the Company.

As at the date of the SGM:

- (a) the total number of Shares in issue was 2,475,963,815, which were the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution proposed at the SGM;
- (b) no Shareholder was entitled to attend and vote only against the Resolution; and
- (c) the Bondholders and the ultimate beneficial owners of the Bonds who own Shares were required under the Listing Rules to abstain from voting on the Resolution.

EFFECTIVE DATE OF THE PROPOSED AMENDMENTS UNDER THE SECOND DEED OF VARIATIONS

All the Conditions to the Second Deed of Variations have been fulfilled.

As disclosed in the Circular, the Proposed Amendments under the Second Deed of Variations are to become effective on the date on which the Conditions having been satisfied and amendments to the Bond Conditions pursuant to the Second Deed of Variations having come into effect and as notified by the Company to the Bondholders in writing in accordance with the Second Deed of Variations, which is expected to be 19 August 2014.

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

Hong Kong, 18 August 2014

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. Kwok Chi Kwong.

** For identification purposes only*