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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)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO DISCLOSEABLE TRANSACTION-SECOND SUBSCRIPTION

Reference is made to the announcement of the Company regarding the Discloseable Transactions and proposed Name Change dated 19 September 2014 (the “Announcement”). Capitalised terms used herein shall have the same meaning as in the Announcement, unless otherwise defined or stated.

Supplemental Agreement

On 22 September 2014 (after trading hours), the Company and HEC entered into a supplemental agreement (the “Supplemental Agreement”) in relation to the Second Subscription Agreement. Pursuant to the Supplemental Agreement, certain terms of the Second Subscription are revised as follows:–

1. The number of the subscription shares are changed from “15,692,307 new HEC Shares” to “10,000,000 new HEC Shares”; and
2. The aggregate consideration of the new HEC Shares under the Second Subscription is revised from HK\$102 million to HK\$65 million which shall be satisfied by, instead of the Promissory Note II, cash payment to HEC.

Save for the aforesaid, the contents of the Announcement remain unchanged.

The Board would like to supplement that the First Subscription and the Second Subscription (as revised by the Supplemental Agreement, the “**Revised Second Subscription**”) are separate and not inter-conditional.

Listing Rules Implication

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Revised Second Subscription is more than 5% but less than 25%, the Revised Second Subscription constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the notification and announcement requirements under the Listing Rules.

Shareholders and potential investors should be aware that completion of the Revised Second Subscription is subject to certain condition, as set out in the subsection headed “Condition Precedent II” in the Announcement, being satisfied, and consequently the Revised Second Subscription may or may not proceed. Accordingly, Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

On behalf of the Board
ICube Technology Holdings Limited
Wong Yat Fai
Executive Director

Hong Kong, 22 September 2014

As at the date of this announcement, the Board comprises 3 executive directors, namely, Mr Wong Howard, Dr Kwong Kai Sing, Benny 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.