

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

i-CONTROL HOLDINGS LIMITED

超智能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8355)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JULY 2015

i-Control Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at Empire Room 1, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong at 10:00 a.m. on 23 July 2015 (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the Company’s notice of the AGM dated 23 June 2015 (the “**Notice**”) were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the circular of the Company dated 23 June 2015 (the “**Circular**”) and the Notice.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited combined financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2015.	750,000,000 (100.0%)	Nil (0.0%)
2.	(a) To re-elect Mr. Tong Sai Wong as an executive Director.	750,000,000 (100.0%)	Nil (0.0%)
	(b) To re-elect Mr. Chan Wing Yiu as an executive Director.	750,000,000 (100.0%)	Nil (0.0%)
	(c) To re-elect Mr. Chan Wing Lun as an executive Director.	750,000,000 (100.0%)	Nil (0.0%)
3.	To authorise the Board to fix the remuneration of the Directors.	750,000,000 (100.0%)	Nil (0.0%)
4.	To re-appoint SHINEWING (HK) CPA Limited as auditor of the Company and to authorise the Board to fix their remuneration.	750,000,000 (100.0%)	Nil (0.0%)

5.	A. To grant a general mandate to the Board to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate nominal value of the issued shares capital of the Company as at the date of passing of this resolution.	750,000,000 (100.0%)	Nil (0.0%)
	B. To grant a general mandate to the Board to repurchase shares of the Company not exceeding 10% of the aggregate nominal value of the issued shares capital of the Company as at the date of passing of this resolution.	750,000,000 (100.0%)	Nil (0.0%)
	C. To extend, conditional upon the above resolutions nos. 5A and 5B being duly passed, the general mandate to allot shares of the Company by adding the aggregate nominal value of the repurchased shares to the general mandate.	750,000,000 (100.0%)	Nil (0.0%)

The description of the Resolutions above is by way of summary only. The full text of the Resolutions appears in the Notice.

As at the date of the AGM:

- (a) The total number of Shares in issue : 1,000,000,000.
- (b) The total number of Shares entitling the Shareholder to attend and abstain from voting in favour at the AGM as set out in rule 17.47A of the GEM Listing Rules : Nil.
- (c) None of the Shareholders is required under the GEM Listing Rules to abstain from voting.
- (d) The total number of Shares entitling the Shareholder to attend and vote for or against the Resolutions at the AGM : 1,000,000,000.

As more than 50% of the votes were cast in favour of the Resolutions, the Resolutions were duly passed as ordinary resolutions of the Company.

The Company's Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By Order of the Board
i-Control Holdings Limited
Tong Sai Wong
Chairman

Hong Kong, 23 July 2015

As at the date of this announcement, the executive Directors are Mr. Tong Sai Wong, Mr. Chan Wing Yiu and Mr. Chan Wing Lun; the non-executive Directors are Dr. Wong King Keung and Mr. Lin Wing Ching; and the independent non-executive Directors are Dr. Chan Man Hung, Dr. Lai Wing Chueng and Mr. Lum Pak Sum.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the website of the Company at www.i-control.com.hk.