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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 8 AUGUST 2018

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of i-Control Holdings Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company both dated 29 June 2018. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of the Company is pleased to announce that all the proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM.

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

Ordinary Resolutions		Number of Shares voted (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and auditors of the Company (the “ Auditors ”) for the year ended 31 March 2018.	751,150,130 (100%)	0 (0%)
2.	To declare a final dividend of HK0.8 cents per Share for the year ended 31 March 2018.	751,150,130 (100%)	0 (0%)
3.	(a) To re-elect Mr. Zhong Naixiong as an executive Director.	751,150,130 (100%)	0 (0%)
	(b) To re-elect Mr. Yau Wing Keung as an executive Director.	751,150,130 (100%)	0 (0%)

Ordinary Resolutions		Number of Shares voted (%)	
		For	Against
3.	(c) To re-elect Mr. Tong Sai Wong as an executive Director.	751,150,130 (100%)	0 (0%)
	(d) To re-elect Mr. Chan Wing Yiu as an executive Director.	751,150,130 (100%)	0 (0%)
	(e) To re-elect Mr. Fong Chi as an independent non-executive Director.	751,150,130 (100%)	0 (0%)
	(f) To re-elect Mr. Fung Chan Man Alex as an independent non-executive Director.	751,150,130 (100%)	0 (0%)
	(g) To re-elect Mr. Lai Hing Kwong Joseph as an independent non-executive Director.	751,150,130 (100%)	0 (0%)
4.	To authorise the Board to fix the remuneration of the Directors.	751,150,130 (100%)	0 (0%)
5.	To re-appoint SHINEWING (HK) CPA Limited as the Auditors and to authorise the Board to fix their remuneration.	751,150,130 (100%)	0 (0%)
6.	(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.	751,000,130 (99.98%)	150,000 (0.02%)
	(b) To grant a general mandate to the Board to buy back shares of the Company not exceeding 10% of the aggregate nominal value of issued shares capital of the Company as at the date of passing of this resolution.	751,150,130 (100%)	0 (0%)
	(c) To extend, conditional upon the above resolutions nos. 6(a) and 6(b) being duly passed, the general mandate to allot shares of the Company by adding the aggregate nominal value of the bought back shares to the general mandate.	751,000,130 (99.98%)	150,000 (0.02%)

The description of the Resolutions above is by way of summary only. The full text of the Resolutions was set out in the Notice, a copy of which is set out in the Circular.

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

As at the date of the AGM, the total number of Shares in issue was 1,000,000,000, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the AGM pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM. In addition, no parties have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

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

By order of the Board
i-Control Holdings Limited
Zhong Naixiong
Chairman

Hong Kong, 8 August 2018

As at the date of this announcement, the executive Directors are Mr. Zhong Naixiong, Mr. Yau Wing Keung, Mr. Tong Sai Wong, Mr. Chan Wing Yiu and Mr. Chan Wing Lun; the non-executive Director is Dr. Wong King Keung and the independent non-executive Directors are Mr. Fong Chi, Mr. Fung Chan Man Alex, Mr. Lai Hing Kwong Joseph and Mr. Lum Pak Sum.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 "Latest Company Announcements" page of the website of GEM at www.hkgem.com for a minimum period of 7 days from the date of publication and on the website of the Company at www.i-controlholdings.com.