

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.



HUSCOKE RESOURCES HOLDINGS LIMITED

和嘉資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 704)

**(I) APPOINTMENT OF EXECUTIVE DIRECTOR;
(II) REDESIGNATION OF EXECUTIVE DIRECTOR TO NON-EXECUTIVE
DIRECTOR; AND
(III) CHANGE OF AUTHORIZED REPRESENTATIVE**

The Board is pleased to announce that (i) Mr. Li Baoqi has been appointed as an executive Director of the Company; (ii) Mr. Wong Siu Hung, Patrick has been re-designated as a non-executive Director of the Company; and (iii) the authorized representative of the Company has been changed from Mr. Wong Siu Hung, Patrick to Mr. Li Baoqi with effect from 9 April 2018.

The board (the “**Board**”) of directors (each a “**Director**”) of Huscoke Resources Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) is pleased to announce that (i) Mr. Li Baoqi (“**Mr. Li**”) has been appointed as an executive Director ; (ii) Mr. Wong Siu Hung, Patrick (“**Mr. Wong**”), an executive Director of the Company, has been re-designated as a non-executive Director; and (iii) the authorized representative of the Company has been changed from Mr. Wong to Mr. Li with effect from 9 April 2018.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that with effect from 9 April 2018, Mr. Li has been appointed as an executive Director of the Company. Set out below is the biographical background of Mr. Li.

Mr. LI Baoqi

Mr. Li Baoqi, aged 63, had been appointed as an executive Director of the Company since 1 June 2008 until his redesignation as non-executive Director with effect from 25 November 2016. During his tenure as an executive Director, Mr. Li was appointed as the Chief Executive Officer and Authorized Representative on 19 September 2011 and Joint General Manager on 17 November 2016. He was redesignated to non-executive Director with effect from 25 November 2016 and continues serves as director of subsidiaries of the Group. Mr. Li did not offer himself for re-election at the annual general meeting of the Company on 2 June 2017 and retired from his position as non-executive Director on 2 June 2017.

Mr. Li has over 30 years of working experience in foreign economy and trade. He worked as the Assistant to General Manager of 中國冶金進出口吉林公司(China Metallurgy Import and Export Jilin Company), the Manager and the Assistant General Manager of the Import and Export Division of 中國冶金進出口深圳公司(China Metallurgy Import and Export Shenzhen Company, now known as 中鋼集團深圳公司(China Steel Group Shenzhen Company)).

As at the date of this announcement, Mr. Li holds 4,000,000 share options, which entitle himself to subscribe for up to 4,000,000 shares in the share capital of the Company at the exercise price of HK\$0.66 per share option. As at the date of this announcement, save for the share options as disclosed, Mr. Li does not have any interests and short positions in the shares or underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”).

Mr. Li has not entered into any service agreement with the Company regarding his appointment. Mr. Li will hold office until the next annual general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the bye-laws of the Company. Mr. Li will be entitled to a monthly director fee of HK\$110,000, which were determined by the remuneration committee of the Company with reference to his duties and responsibilities within the Group, the Group’s remuneration policy and the prevailing market condition. He is also entitled to a discretionary bonus for each financial year, which is payable at the discretion of the Board (or, if so delegated, the remuneration committee of the Board) and determined with reference to the Group’s results and performance for the financial year concerned.

To the best knowledge and belief of the Board, having made all reasonable enquiries, save as disclosed above, (i) Mr. Li does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement; (ii) Mr. Li has not previously held any position with any member of the Group and does not hold any other positions with the Company or other members of the Group; (iii) Mr. Li does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)); and (iv) there is no information that should be disclosed pursuant to sub-paragraphs (h) to (v) of Rule 13.15(2) of the Listing Rules nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to Mr. Li’s appointment pursuant to the Listing Rules.

REDESIGNATION OF EXECUTIVE DIRECTOR TO NON-EXECUTIVE DIRECTOR

The Board announces that with effect from 9 April 2018, Mr. Wong, the current General Manager and an executive Director, has been re-designated as a non-executive Director of the Company. Set out below is the biographical background of Mr. Wong.

Mr. WONG Siu Hung, Patrick

Mr. Wong, aged 62, is an Associate member of Chartered Institute of Bankers, United Kingdom and holds a Master degree in Applied Finance from Macquarie University, Australia. He has more than 30 years of working experience in banking, finance, commodity trading and project development. He was an executive Director of Titan Petrochemicals Group Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1192) between 2008 and 2015. Prior to joining Titan Petrochemicals, Mr. Wong was the senior vice president of Commodity and Trade Finance at Societe Generale Singapore and the chief executive officer in the China Division of Louis Dreyfus Group, a global commodity trading firm. Mr. Wong was appointed as an executive Director and serves as director of subsidiaries of the Group since 3 November 2016 and Authorized Representative on 17 November 2016. For his background and details of his appointment, please refer to the Company’s announcements dated 3 November 2016 and 17 November 2016.

As at the date of this announcement, Mr. Wong does not have any interests and short positions in the shares or underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the SFO.

Mr. Wong has not entered into any service agreement with the Company. Mr. Wong will hold office until the next annual general meeting of the Company and be subject to retirement and re-election pursuant to the bye-laws of the Company and the Listing Rules. Following his

redesignation, Mr. Wong will be entitled to a monthly director fee of HK\$15,000, which were determined by the remuneration committee of the Company with reference to his duties and responsibilities within the Group, the Group's remuneration policy and the prevailing market condition. He is also entitled to a discretionary bonus for each financial year, which is payable at the discretion of the Board (or, if so delegated, the remuneration committee of the Board) and determined with reference to the Group's results and performance for the financial year concerned.

To the best knowledge and belief of the Board, having made all reasonable enquiries, save as disclosed above, (i) Mr. Wong does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement; (ii) Mr. Wong has not previously held any position with any member of the Group and does not hold any other positions with the Company or other members of the Group; (iii) Mr. Wong does not have any relationship with any Director, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listing Rules; and (iv) there is no information that should be disclosed pursuant to subparagraphs (h) to (v) of Rule 13.15(2) of the Listing Rules nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to Mr. Wong's resignation pursuant to the Listing Rules.

CHANGE OF AUTHORIZED REPRESENTATIVE

The Board also announces that with effect from 9 April 2018, the authorized representative of the Company as required under Rule 3.05 of the Listing Rules has been changed from Mr. Wong to Mr. Li.

By Order of the Board
Huscoke Resources Holdings Limited
Li Chi Chung
Company Secretary

Hong Kong, 9 April 2018

As at the date of this announcement, the executive Directors of the Company are Mr. Zhao Xu Guang and Mr. Li Baoqi, the non-executive Directors of the Company are Mr. Wong Siu Hung, Patrick and Mr. Huang Man Yem, the independent non-executive Directors of the Company are Mr. Lam Hoy Lee, Laurie, Mr. Lau Ka Ho and Mr. To Wing Tim, Paddy.