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## **HUSCOKE RESOURCES HOLDINGS LIMITED**

### **和嘉資源控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 704)**

#### **FURTHER EXTENSION OF LONG STOP DATE IN RELATION TO THE SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE AND THE ISSUE OF CONVERTIBLE BONDS**

References are made to (i) the circular of Huscoke Resources Holdings Limited (the “**Company**”) dated 15 April 2016 (the “**Circular**”) in relation to, among other things, the proposed Subscription and the application for the Whitewash Waiver and the announcement of the Company dated 23 May 2016 in relation to, among other things, the extension of long stop date of the Subscription Agreement (the “**Subscription Extension Announcement**”); and (ii) the announcements of the Company dated 13 April 2016 (the “**CB Announcement**”) in relation to the CB Issue and dated 31 May 2016 (the “**CB Extension Announcement**”) in relation to the extension of long stop date of the CB Subscription Agreement. Capitalised terms used herein shall have the same meanings as those defined in the Circular, the Subscription Extension Announcement, the CB Announcement and the CB Extension Announcement unless stated otherwise.

#### **(1) FURTHER EXTENSION OF LONG STOP DATE IN RELATION TO THE SUBSCRIPTION**

Pursuant to the Subscription Agreement (as supplemented by an supplemental agreement dated 15 December 2015 and the extension letters dated 5 January 2016 and 23 May 2016 respectively), if any of the conditions precedent under the Subscription Agreement has not been fulfilled on or before 31 August 2016 (the “**Subscription Long Stop Date**”) (or such other date as the parties to the Subscription Agreement may agree in writing), the Subscription Agreement will be terminated.

As it is expected that additional time is required for the satisfaction of the conditions precedent of the Subscription Agreement, in particular the due diligence exercise in respect of the Company's assets, debts, operation and affairs of the Company following the capital reduction of 山西金岩和嘉能源有限公司 (Shanxi Jinyan Huscoke Energy Co., Ltd.# ), being a non-wholly owned subsidiary of the Company established in the PRC as disclosed in the announcement of the Company dated 25 August 2016, after arm's length negotiations, on 30 August 2016, the Company and the Subscriber entered into the third extension letter for the further extension of the Subscription Long Stop Date from 31 August 2016 to 30 September 2016 (or such other date as the parties to the Subscription Agreement may agree in writing).

Save and except for the abovementioned extension of the Subscription Long Stop Date (and the extension of the time for conducting due diligence review), all other terms and provisions of the Subscription Agreement shall remain the same and unchanged and the Subscription Agreement shall remain in full force and effect.

## **(2) FURTHER EXTENSION OF LONG STOP DATE IN RELATION TO THE CB ISSUE**

Pursuant to the terms and conditions of the CB Subscription Agreement (as supplemented by an extension letter dated 31 May 2016), if the conditions precedent to the CB Subscription Agreement are not fulfilled on or before 31 August 2016 (or such other date as the parties to the CB Subscription Agreement may agree in writing) (the "**CB Long Stop Date**"), the CB Subscription Agreement will be terminated.

Given that completion of the transactions contemplated under the Subscription Agreement is one of the conditions precedent to the CB Subscription Agreement and the Subscription Long Stop Date of the Subscription Agreement was further extended from 31 August 2016 to 30 September 2016 (or such other date as the parties to the Subscription Agreement may agree in writing) as set out above in this announcement, the parties to the CB Subscription Agreement entered into the second extension letter on 30 August 2016 for the further extension of the CB Long Stop Date from 31 August 2016 to 30 September 2016 (or such other date as the parties to the CB Subscription Agreement may agree in writing).

Save and except for the abovementioned extension of the CB Long Stop Date, all other terms and provisions of the CB Subscription Agreement shall remain the same and unchanged and the CB Subscription Agreement shall remain in full force and effect.

# *The English transliteration of the Chinese name in this announcement, where indicated, is included for information only, and should not be regarded as the official English name of such Chinese name.*

By order of the Board  
**Huscoke Resources Holdings Limited**  
**Li Baoqi**  
*Executive Director*

Hong Kong, 30 August 2016

*As at the date of this announcement, the executive Director of the Company is Mr. Li Baoqi, the independent non-executive Directors of the Company are Mr. Lam Hoy Lee, Laurie, Mr. Lau Ka Ho and Mr. To Wing Tim, Paddy.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*In the case of any inconsistency, the English text of this announcement shall prevail over its Chinese text.*