

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.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.



HUSCOKE RESOURCES HOLDINGS LIMITED

和嘉資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 704)

FURTHER DELAY IN DESPATCH OF CIRCULAR

References are made to (i) the announcement of Huscoke Resources Holdings Limited (the “**Company**”) dated 15 December 2015 in relation to, among other things, the subscription of new shares under specific mandate and application for whitewash waiver; and (ii) the announcement of the Company dated 5 January 2016 (the “**Delay in Despatch Announcement**”) in relation to, among other things, delay in despatch of the Circular (collectively, the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless stated otherwise.

As disclosed in the Delay in Despatch Announcement, the Company issued the Profit Warning Announcement on 23 December 2015 in relation to an expected profit warning for the year ended 31 December 2015. The Profit Warning Announcement is regarded as a profit forecast under Rule 10 of the Takeovers Code and would need to be reported on by the Company’s financial adviser and auditor or accountant and their reports must be included in the next document sent to the Shareholders by the Company in accordance with Rule 10.4 of the Takeovers Code.

As the time required to comply with Rule 10.4 of the Takeovers Code was approximately the same as or more than the publication of the 2015 Annual Results, the Circular was expected to be despatched after the publication of the 2015 Annual Results on a date falling on or before 24 March 2016.

As additional time is required by the Company to finalise the information to be included in the Circular, including but not limited to, the financial results of the Group for the year ended 31 December 2015, the Company expects that the despatch of the Circular will be further postponed.

An application has been made by the Company to the Executive pursuant to Rule 8.2 of the Takeovers Code for the Executive’s consent to extend the deadline for the despatch of the Circular

to the Shareholders from 24 March 2016 to a date falling on or before 15 April 2016. The Executive has indicated that it is minded to grant its consent for such extension.

As a result of the delay in despatch of the Circular, the expected timetable for the Capital Reorganisation and the Change in Board Lot Size will be revised accordingly. Further announcements will be made by the Company as and when appropriate.

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

Hong Kong, 24 March 2016

As at the date of this announcement, the executive Directors of the Company are Mr. Gao Jianguo and 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 enquiries, 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.

The English text of this announcement shall prevail over its Chinese text.