

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



HUSCOKE RESOURCES HOLDINGS LIMITED

和嘉資源控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 704)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an special general meeting of Huscoke Resources Holdings Limited (the “Company”) will be held at Room 4205, 42/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong, on 13 May 2015 at 2:30 p.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution as ordinary resolution:

ORDINARY RESOLUTION

1. **“THAT:**

- (a) the sale and purchase agreement dated 10 September 2014 (the “SPA”) as amended by the supplemental agreement dated 2 December 2014 (the “**Supplemental Agreement**”) entered into between the OSL (the “**Vendor**”), a wholly-owned subsidiary of the Company, and Guarded Success (the “**Purchaser**”), pursuant to which, among other things, the Vendor conditionally agreed to sell and the Purchaser conditionally agreed to purchase all that portion of the Forty-Second (42nd) Floor of Far East Finance Center, 16 Harcourt Road, Admiralty, Hong Kong registered in the Land Registry as Unit Nos. 4203-4 (the “**Property**”) for a consideration of HK\$179.7 million on terms and conditions as set out in the SPA (as amended by the Supplemental Agreement), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one or more of the directors of the Company be and is/are hereby generally and unconditionally authorised to do such acts and things, to sign and execute all such documents for and on behalf of the Company and to take such steps as he/they may in his/their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the SPA (as amended by the Supplemental Agreement) and the transactions contemplated thereunder.”

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

Hong Kong, 24 April 2015

As at the date of this notice, 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.