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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)**

website: <http://www.huscoke.com>

**ADOPTION OF NEW SHARE OPTION SCHEME:**

**POLL RESULTS OF THE SPECIAL GENERAL MEETING**

**HELD ON 28 MARCH 2013**

The Board is pleased to announce that the Adoption of New Share Option Scheme was approved by way of passing of an ordinary resolution by the Shareholders at the SGM held on 28 March 2013, and that the New Share Option Scheme will take effect from 28 March 2013.

References are made to the circular (the “Circular”) of Huscoke Resources Holdings Limited (the “Company”) and the related notice of the SGM both dated 8 March 2013 regarding the proposed adoption of new share option scheme.

Unless otherwise specified, capitalized terms used in this announcement have the same meanings as defined in the Circular.

**POLL RESULTS OF THE SGM**

The Board is pleased to announce that the ordinary resolution (the “Resolution”) for approving the new share option scheme was duly passed by the Shareholders at the SGM held on 28 March 2013 by way of poll.

Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for vote-taking at the SGM. The poll results for the Resolution are set out below:

<b>Ordinary Resolution</b>	<b>Number of votes (%)</b> <i>(Note)</i>	
	<b>For</b>	<b>Against</b>
To approve and adopt the new share option scheme.	454,949,436 (93.32%)	32,580,000 (6.68%)

*Note: The number of votes and percentage of voting Shares are based on the total number of the issued Shares held by the Shareholders who cast votes at the SGM in person or by proxy.*

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution at the SGM.

As at the date of the SGM:

- (a) the total number of Shares in issue is 4,522,926,292;
- (b) the total number of Shares entitling Shareholders to attend and vote for or against the Resolution at the SGM is 4,522,926,292. No Shareholder was required to abstain from voting on the Resolution at the SGM; and
- (c) no Shareholder was entitled to attend and vote only against the Resolution.

No Shareholder stated his/her/its intention in the Circular to vote against the Resolution or to abstain at the SGM.

#### **EFFECTIVE DATE OF THE NEW SHARE OPTION SCHEME**

As mentioned in the Circular, the new share option scheme shall become effective upon the passing of the above ordinary Resolution;

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

Hong Kong, 28 March 2013

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