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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>

**CAPITAL REORGANISATION:
POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 5 NOVEMBER 2010**

The Board is pleased to announce that the Capital Reorganisation was approved by way of passing of a special resolution by the Shareholders at the SGM held on 5 November 2010, and that the Capital Reorganisation took effect on 5 November 2010.

References are made to the announcement of Huscoke Resources Holdings Limited (the “**Company**”) dated 27 September 2010, the circular of the Company (the “**Circular**”) and the related notice of the SGM both dated 13 October 2010 regarding the proposed Capital Reorganisation.

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 special resolution (the “**Resolution**”) for approving the proposed Capital Reorganisation was duly passed by the Shareholders at the SGM held on 5 November 2010 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:

Special Resolution	Number of votes (%) <i>(Note)</i>	
	For	Against
To consider and approve the proposed Capital Reorganisation being an application of funds standing to the Company’s Contributed Surplus Account to the extent of approximately HK\$1,729 million to set off the entire balance in the Accumulated Losses account of the Company as at 30 June 2010 in the same amount (being the special resolution as set out in the notice of the SGM)	579,176,936 (100%)	0 (0%)

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 75% of the votes were cast in favour of the Resolution, the Resolution was duly passed as a special resolution at the SGM.

As at the date of the SGM:

- (a) the total number of Shares in issue is 4,342,926,292;
- (b) the total number of Shares entitling Shareholders to attend and vote for or against the Resolution at the SGM is 4,342,926,292. 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 any of 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 CAPITAL REORGANISATION

The Capital Reorganisation is conditional on the satisfaction of two conditions as set out in page 5 of the Circular (in the section headed “Letter from the Board – Conditions of the Capital Reorganisation”). As both such conditions (i.e. passing of the Resolution and compliance with section 54 of the Companies Act) were met on 5 November 2010, the Capital Reorganisation took effect from 5 November 2010.

By Order of the Board
Huscoke Resources Holdings Limited
Li Baoqi
Acting Chairman

Hong Kong, 5 November 2010

As at the date of this announcement, the executive Directors of the Company are Mr. Wu Jixian, Mr. Li Baoqi, and Mr. Cheung Ka Fai, and the independent non-executive Directors of the Company are Mr. Lam Hoy Lee, Laurie, Mr. Wan Hon Keung and Mr. To Wing Tim, Paddy.