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## **HUSCOKE HOLDINGS LIMITED**

### **和嘉控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 704)**

## **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 11 FEBRUARY 2020**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) convening the special general meeting held on 11 February 2020 (the “**SGM**”) of Huscoke Holdings Limited (the “**Company**”) dated 23 January 2020. Unless otherwise specified, capitalised terms used herein shall have the same meaning as those defined in the Circular.

### **POLL RESULTS OF THE SGM**

The Board is pleased to announce that the proposed ordinary resolution as set out in the Notice (the “**Resolution**”) was duly passed by the Shareholders by way of poll at the SGM.

As at the date of the SGM, the number of issued Shares of the Company was 2,870,713,497 Shares. As disclosed in the Circular and as at the Latest Practicable Date, to the best of the Directors’ knowledge, information and belief, no Shareholders have a material interest in the Shareholders Agreement and the Supplemental Shareholders Agreement and no Shareholders would have to abstain from voting at the SGM to approve the Shareholders Agreement and the transactions contemplated thereunder. Accordingly, the total number of Shares entitling the Shareholders thereof to attend and vote for or against the Resolution at the SGM was 2,870,713,497 Shares.

As disclosed in the announcement dated 20 November 2019, written approval on the Shareholders Agreement has been obtained from Shun Wang Investments Limited which is interested in an aggregate of 1,468,419,047 Shares. As disclosed in the announcement of the Company dated 5 December 2019, the Company would convene the SGM to allow the Shareholders to consider and approve the Shareholders Agreement instead of relying on the written approval.

There were no Shares entitled the Shareholders to attend but abstain from voting in favour of the Resolution at the SGM as set out in Rule 13.40 of the Listing Rules, and no Shareholders were required to abstain from voting at the SGM under the Listing Rules. Save as disclosed above, there were no parties stated their intention in the Circular to vote against or to abstain from voting at the SGM.

Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

The poll results of the Resolution were as follows:

<b>Ordinary Resolution</b>		<b>Number of Votes (Approximate %)</b>	
		<b>For</b>	<b>Against</b>
1	(a) To approve, confirm and ratify the Shareholders Agreement entered between the Hong Kong Subsidiary and the PRC JV Partner in relation to, among others, the establishment of the joint venture company under the proposed name of Shanxi Golden Rock Rich Hydrogen Energy Co., Ltd.*山西金岩富氢能源有限公司 and the transactions contemplated thereunder; and  (b) To authorise the Directors to carry out and implement the Shareholders Agreement and the transactions contemplated thereunder into full effect and to agree with such variation, amendments or waiver as are in the reasonable opinion of the Directors in the interests of the Company and its shareholders as a whole provided that such variation, amendment or waiver shall not be fundamentally different from the terms as provided in the Shareholders Agreement.	1,705,580,577  100.00%	0  0.00%

Notes: 1. The full text of the Resolution proposed at the SGM was set out in the Notice.

2. 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 of the Company.

By order of the Board  
**Huscoke Holdings Limited**  
**Zhao Xu Guang**  
*Chairman and Executive Director*

Hong Kong, 11 February 2020

*As at the date of this announcement, the Board comprises Mr. Zhao Xu Guang (Chairman), Mr. Li Qinghua and Mr. Wang Yijun as executive Directors; Mr. Wong Siu Hung, Patrick, Mr. Huang Man Yem and Mr. Jiang Jiansheng as non-executive Directors; Mr. Lam Hoy Lee, Laurie, Mr. To Wing Tim, Paddy and Dr. Wang Wei Hsin as independent non-executive Directors.*