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HUSCOKE HOLDINGS LIMITED

和嘉控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 704)

(I) FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE AGREEMENT AND THE DISPOSAL AGREEMENT;

AND

(II) FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE INCREASE IN AUTHORISED SHARE CAPITAL, THE OPEN OFFER, CB SUBSCRIPTION AND ISSUE OF FA REMUNERATION SHARES

FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE AGREEMENT AND THE DISPOSAL AGREEMENT

References are made to (i) the announcement of the Company dated 19 April 2022, in relation to, the Company, GRG Huscoke, Energy Technology, Jinyan Electricity and ILNG have entered into the Agreement, pursuant to which, among other matters, to supplement the terms of the Cooperation Agreement with the inclusion of remedy and compensation actions as a result of the Incident; (ii) the announcement of the Company dated 8 August 2022, in relation to, a direct wholly-owned subsidiary of the Company and Mr. Yang Ge have entered into the Disposal Agreement; and (iii) the announcements of the Company dated 28 June 2022, 15 August 2022, 29 August 2022 and 9 September 2022, in relation to the delay in despatch of circular (together the “**VST and VSD Announcements**”). Capitalised terms used in this section shall have the same meanings as defined in the VST and VSD Announcements unless the context requires otherwise.

As stated in the VST and VSD Announcements, the VST and VSD Circular was expected to be despatched to the Shareholders on or before 23 September 2022.

As additional time is required for the Company to prepare and finalise the information to be included in the VST and VSD Circular, the Company currently expects to despatch the VST and VSD Circular to the Shareholders on or before 7 October 2022.

FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO INCREASE IN AUTHORISED SHARE CAPITAL, THE OPEN OFFER, CONVERTIBLE BONDS SUBSCRIPTION AND ISSUE OF FA REMUNERATION SHARES

References are made to (i) the announcement of the Company dated 19 August 2022, in relation to, proposed increase in authorised share capital and the open offer on the basis of two (2) offer shares for every one (1) existing share held on the record date; (ii) the announcements of the Company dated 29 August 2022 and 9 September 2022, in relation to the delay in despatch of the Increase in Authorised Share Capital and Open Offer Circular; and (iii) the announcement of the Company dated 19 September 2022, in relation to, connected transaction in relation to subscription of Convertible Bonds under the CB Specific Mandate, and issue of the FA Remuneration Shares under the Remuneration Specific Mandate (together the “**Increase in Authorised Share Capital, Open Offer, CB Subscription and Issue of FA Remuneration Shares Announcements**”). Capitalised terms used in this section shall have the same meanings as defined in the Increase in Authorised Share Capital, Open Offer, CB Subscription and Issue of FA Remuneration Shares Announcements unless the context requires otherwise.

As stated in the Increase in Authorised Share Capital and Open Offer Announcements, the Increase in Authorised Share Capital and Open Offer Circular was expected to be despatched to the Shareholders on or before 23 September 2022.

As stated in the announcement of the Company dated 19 September 2022, a circular containing, among other things, (i) further details of the transactions contemplated under the CB Subscription (including the grant of the CB Specific Mandate) and the issue of the FA Remuneration Shares (including the grant of the Remuneration Specific Mandate); (ii) the recommendation of the Independent Board Committee to the Independent Shareholders in relation to the CB Subscription Agreement; (iii) the letter of advice from the Independent Financial Adviser; (iv) other information as required under the Listing Rules; and (v) the notice of the SGM, is expected to be combined with the Increase in Authorised Share Capital and Open Offer Circular and despatched to the Shareholders on or before 27 September 2022 (together the “**Increase in Authorised Share Capital, Open Offer, CB Subscription and Issue of FA Remuneration Shares Circular**”).

As additional time is required for the Company to prepare and finalise the information to be included in the Increase in Authorised Share Capital, Open Offer, CB Subscription and Issue of FA Remuneration Shares Circular, the Company currently expects to despatch the Increase in Authorised Share Capital, Open Offer, CB Subscription and Issue of FA Remuneration Shares Circular to the Shareholders on or before 7 October 2022.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 29 March 2021, and will remain suspended until further notice.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board of
Husoke Holdings Limited
Au Wing Sze
Company Secretary

Hong Kong, 23 September 2022

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