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HUSCOKE HOLDINGS LIMITED

和嘉控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 704)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of the Company dated 11 September 2023 (the “**Announcement**”) in relation to, among other things, the entering into the Subscription Agreement with the Subscriber, pursuant to which the Subscriber has conditionally agreed to subscribe for and the Company has conditionally agreed to issue the Convertible Bonds in an aggregate principal amount of HK\$200,000,000. Capitalised terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

As stated in the Announcement, 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); (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) the notice of the SGM; (v) other information as required under the Listing Rules; and (vi) the notice of the SGM, is expected to be despatched to the Shareholders on or before 29 September 2023.

As additional time is required for the Company to prepare and finalise the information to be included in the Circular, the Company currently expects to despatch the Circular to the Shareholders on or before 31 October 2023.

WARNING OF THE RISK OF DEALINGS IN THE SHARES

Shareholders and potential investors should note that completions of the CB Subscription are conditional upon satisfaction of certain condition precedent as set out

in the paragraphs headed “Conditions of the CB Subscription” in the “Letter from the Board” in the Circular, including, among others, the Stock Exchange granting the listing of, and permission to deal in the Conversion Shares. Accordingly, the CB Subscription may or may not proceed. Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the securities of the Company. Any Shareholder or other person contemplating selling or purchasing Shares who is in any doubt about their position is recommended to consult their own professional advisor.

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

Hong Kong, 28 September 2023

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.