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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 3 NOVEMBER 2023 APPROVING THE SUBSCRIPTION OF CONVERTIBLE BONDS UNDER THE CB SPECIFIC MANDATE**

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) both dated 17 October 2023 convening the special general meeting of Huscoke Holdings Limited (the “**Company**”) held on 3 November 2023 (the “**SGM**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

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

The Board announces that the proposed ordinary resolution as set out in the Notice (the “**Resolution**”) was not passed by the Independent Shareholders by way of poll at the SGM.

As at the date of the SGM, the number of issued Shares of the Company was 290,373,235 Shares.

The Subscriber is directly wholly-owned by Mr. Zhao, the Chairman of the Board and an executive Director, and the Subscriber and its associates (including Shun Wang which is a controlling shareholder of the Company interested in 146,841,904 Shares, representing approximately 51.15% of the issued share capital of the Company as at the date of the SGM) being connected persons of the Company, were required to and did abstain from voting at the SGM.

Save as disclosed above, to the best knowledge, information and belief of the Directors after having made all reasonable enquiries, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the SGM as set out in rule 13.40 of the Listing Rules and no other Shareholders were required to abstain from voting at the SGM under the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Resolution 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 at the SGM are set out as follows:

Ordinary Resolution <i>(Note 1)</i>		Number of Votes (Approximate %) <i>(Note 2)</i>	
		For	Against
1	To approve the CB Subscription Agreement and the transactions contemplated thereunder (including the issue of the Convertible Bonds) and the grant of the CB Specific Mandate for the allotment and issue of the Conversion Shares upon exercise of the conversion rights attached to the Convertible Bonds.	3,552,077 (19.44%)	14,718,922 (80.56%)

Notes: 1. The full text of the Resolution is 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 against the Resolution, the Resolution was not passed as ordinary resolution of the Company. As the Resolution was not approved at the SGM, the Company will not proceed with the CB Subscription.

Save for Mr. Jiang Jiansheng, all Directors, namely Mr. Zhao Xu Guang, Mr. Wang Yijun, Mr. Wong Siu Hung, Patrick, Mr. Huang Man Yem, Mr. Tang Ching Fai, Mr. To Wing Tim, Paddy, Mr. Lam Hoy Lee, Laurie and Dr. Wang Wei Hsin, attended the SGM either in person or by electronic means.

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

Hong Kong, 3 November 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.*