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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>

(1) CHANGE OF DIRECTORS; AND
(2) CHANGE OF MEMBERS OF VARIOUS BOARD COMMITTEES

The Board announces that, with effect from 21 April 2011:

- (a) Mr. Lau Ka Ho was appointed as an independent non-executive Director; and
- (b) Mr. Wan Hon Keung resigned as an independent non-executive Director.

Following the above change of Directors, with effect from 21 April 2011:

- (a) Mr. Lau Ka Ho would be appointed as chairman of the audit committee and members of both the remuneration and nomination committees of the Company; and
- (b) Mr. Wan Hon Keung resigned as chairman of the audit committee and members of both the remuneration and nomination committees of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (“**Board**”) of directors (each a “**Director**”) of Huscoke Resources Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Lau Ka Ho was appointed as an independent non-executive Director with effect from 21 April 2011.

Mr. Lau Ka Ho, an independent non-executive Director

Mr. Lau Ka Ho (“**Mr. Lau**”), aged 36, joined the Company as an independent non-executive Director on 21 April 2011. Mr. Lau is currently the Chief Financial Officer and Company Secretary of Ajisen (China) Holdings Limited, a Company listed on the main board of the Stock Exchange of Hong Kong Limited. Mr. Lau has approximately over 10 years’ experience in audit, finance and business advisory, during which he worked for the Deloitte Touche Tohmatsu and various listed companies in Hong Kong. Mr. Lau graduated from the Hong

Kong Polytechnic University with a bachelor degree in Accountancy. He is certified public accountant and a member of the Hong Kong Institute of Certified Public Accountants. Mr. Lau did not hold any directorship in other listed companies in the last three years.

As at the date of this announcement, Mr. Lau did not have any interest and any other interest in the share of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Lau did not have any relationship with any Directors, senior management, and substantial shareholders (as defined in the Rules (“**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”)) or controlling shareholders (as defined in the Listing Rules) of the Company.

There is no service contract entered into between the Company and Mr. Lau. Mr. Lau is not appointed for a specific term. He will hold office until the next annual general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the Bye-Laws of the Company. He will entitle to a monthly director fee of HK\$ 10,000 which is determined by the Board with reference to his duties and responsibilities within the Company, the Company’s remuneration policy and the prevailing market condition. He is also entitled to a discretionary bonus for each financial year, which is at the Board’s discretion and determined by reference to the Group’s results and performance for the financial year concerned.

Save as disclosed in this announcement, the Board is not aware of any information in relation to any of the above new Director, which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and any other matters that need to be brought to the attention of the shareholders of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Wan Hon Keung (“Mr. Wan”) resigned as an independent non-executive Director of the Company with effect from 21 April 2011 due to his other business commitment.

Mr. Wan has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders and creditors of the Company or the Stock Exchange in relation to his resignation.

CHANGE OF MEMBERS OF VARIOUS BOARD COMMITTEES

Following the above change of Directors, with effect from 21 April 2011, Mr. Wan would cease to be a member of the audit committee, remuneration committee and nomination committee of the Board, and Mr. Lau would be the members of the above mentioned committees.

Each of the audit committee, remuneration committee and nomination committee of the Board, with effect from 21 April 2011, comprises the following Directors:

- (a) Audit Committee: Mr. Lau Ka Ho (being Chairman of the committee), Mr. Lam Hoy Lee, Laurie and Mr. To Wing Tim, Paddy;
- (b) Remuneration Committee: Mr. To Wing Tim, Paddy (being Chairman of the committee), Mr. Lam Hoy Lee, Laurie and Mr. Lau Ka Ho;

(c) Nomination Committee: Mr. Lam Hoy Lee, Laurie (being Chairman of the committee), Mr. Lau Ka Ho and Mr. To Wing Tim, Paddy.

GENERAL

The Board would like to take this opportunity to express its warmest welcome to Mr. Lau for taking up the new position and would like to take this opportunity to express its appreciation for the valuable contribution of Mr. Wan towards the Company during his terms of service.

By Order of the Board
HUSCOKE RESOURCES HOLDINGS LIMITED
Li Baoqi
Acting Chairman

Hong Kong, 21 April 2011

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. Lau Ka Ho and Mr. To Wing Tim, Paddy.