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HUSCOKE HOLDINGS LIMITED

和嘉控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 704)

**CHANGE OF DIRECTORS;
CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND CHANGE IN AUTHORIZED REPRESENTATIVE**

References are made to the announcements (the “**Announcements**”) of the Company dated 29 May 2025 and 6 June 2025 in relation to change of directors, change of composition of board committees and change in authorized representative. Unless otherwise stated, all the capitalized terms used herein shall have the same meanings as those defined in the Announcements.

The board (the “**Board**”) of directors (the “**Directors**”) of Husoke Holdings Limited (the “**Company**”) announces the following changes to the Board and committees of the Board with effect from 16 June 2025:-

- (i) Mr. Yau Pak Yue (“**Mr. Yau**”) has been appointed as independent non-executive director of the Company, chairman of Audit Committee, member of the Remuneration Committee and member of the Nomination Committee;
- (ii) Dr. Chang Sun Bun Benson (“**Dr. Chang**”) has been appointed as independent non-executive director of the Company, chairman of Remuneration Committee, member of the Audit Committee and member of the Nomination Committee;
- (iii) Mr. Choi Wai Hong Clifford (“**Mr. Choi**”) has been appointed as independent non-executive director of the Company, a member of each of the Audit Committee, the Remuneration Committee and Nomination Committee;

- (iv) Ms. Fong Man, Julisa, non-executive director of the Company has been appointed as member of Nomination Committee;
- (v) Mr. To Wing Tim, Paddy resigned as an independent non-executive director of the Company, the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee;
- (vi) Mr. Lam Hoy Lee, Laurie resigned as an independent non-executive director of the Company, the chairman of the Remuneration Committee, and a member of each of the Nomination Committee and the Audit Committee;
- (vii) Dr. Wang Wei Hsin resigned as an independent non-executive director of the Company and a member of each of the Audit Committee, Nomination Committee and the Remuneration Committee; and
- (viii) Mr. Huang Man Yem, resigned as a non-executive director of the Company, a member of the Remuneration Committee and an Authorized Representative; and
- (ix) Ms. Au Wing Sze, Company Secretary of the Company has been appointed as an Authorized Representative.

The brief biographical particulars of Mr. Yau, Dr. Chang and Mr. Choi are set out as follows:

Mr. Yau Pak Yue

Mr. Yau Pak Yue (“**Mr. Yau**”), aged 56 obtained his Bachelor of Commerce (majoring in Accountancy) from the University of Wollongong in Australia. He was the chief knowledge officer of Guangzhou Chengfa Capital Company Limited, a state-owned fund management company, from May 2015 to January 2017. Prior to that, he was a partner at one of the big four international accounting firms from 2005 to 2012. He has over 30 years of experience in mergers and acquisitions transaction supports and financial due diligence. Mr. Yau is currently the director of Ewin Advisory Company Limited. In addition, Mr. Yau is a certified public accountant in Hong Kong and a fellow certified practising accountant in Australia. Mr. Yau has been a non-executive director of Daisho Microline Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 567) since September 2020, an independent non-executive director of Hifood Group Holdings Co., Limited (now known as Domaine Power Holdings Limited), a company listed on the Main Board of the Stock Exchange (stock code: 442) since May 2021, an independent non-executive director of Xinhua News Media Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 309) since July 2021. Mr. Yau was an independent non-executive director of Jiayuan International Group Limited (In Liquidation), a company listed on the Main Board of

the Stock Exchange (delisted from the Stock Exchange in October 2024, stock code: 2768) from June 2024 to December 2024. He was appointed as the independent non-executive director of Jiayuan International Group Limited (In Liquidation) by the liquidators to assist the company in the implementation of its restructuring plan. There was no wrongful act or mismanagement on his part leading to the liquidation of this company.

Mr. Yau was a non-executive director of DreamEast Group Limited, a company listed on the Main Board of Stock Exchange (stock code: 593) from July 2023 to January 2024. He served as a non-executive director of Peking University Resources (Holdings) Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 618) from October 2021 to December 2021, an executive director of Freeman FinTech Corporation Limited (now known as Arta TechFin Corporation Limited), a company listed on the Main Board of the Stock Exchange (stock code: 279) from July 2020 to October 2021, an independent non-executive director of Fullsun International Holdings Group Co., Limited (now known as Japan Kyosei Group Company Limited), a company listed on the Main Board of the Stock Exchange (stock code: 627) from December 2020 to July 2023, an independent non-executive director of KEE Holdings Company Limited (now known as China Apex Group Limited), a company listed on the Main Board of the Stock Exchange (stock code: 2011) from July 2017 to November 2019 and Ascent International Holdings Limited (now known as China International Development Corporation Limited), a company listed on the Main Board of the Stock Exchange (stock code: 264) from September 2017 to August 2018.

Mr. Yau has entered into a service agreement with the Company regarding his appointment. Mr. Yau holds office until the next annual general meeting of the Company and retire at that general meeting but be eligible for re-election pursuant to the Bye-Laws of the Company. Mr. Yau is entitled to a yearly director fee of HK\$180,000, i.e. monthly director fee of HK\$15,000, which was determined by the remuneration committee of the Company with reference to his duties and responsibilities within the Group, the Group's remuneration policy and the prevailing market condition.

As at the date of this announcement and save as disclosed herein, to the best knowledge and information of the Directors having made reasonable enquiries, Mr. Yau (i) does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (ii) does not hold any other positions with the Company and/or other members of its subsidiaries; (iii) does not hold any other directorship in any listed public companies, whether in Hong Kong or overseas, in the last three years; (iv) does not hold any other major appointments and professional qualifications; and (v) does not have any relationship with any other Directors, senior management, substantial shareholders (as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") or controlling shareholders (as defined under the Listing Rules) of the Company.

Mr. Yau has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules, (ii) that he had no past or present financial or other interest in the business of the Company and its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company, and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other matter relating to the appointment of Mr. Yau as the independent non-executive Director, chairman of Audit Committee, member of the Remuneration Committee and member of the Nomination Committee that needs to be brought to the attention of the shareholders of the Company and there is no other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

Dr. Chang Sun Bun Benson

Dr. Chang, aged 60, holds a Post-Doctorate in Corporate Governance and Doctor of Laws from Sabi University in France, Doctor of Business Administration (Honoris Causa) from International American University in United States of America, Master of Laws from Central Party School of the Communist Party of China, Guangdong Campus in China, Bachelor's degree in Business Administration from University of Lincoln in United Kingdom, Diploma in Management Studies from Hong Kong Polytechnic University, Executive Diploma in Internal Audit from The University of Hong Kong, Executive Certificate in ESG Investment from Lingnan University, and an Certified Carbon Emission Manager from the University of Chinese Academy of Sciences in China. Dr. Chang has over 38 years of experience in auditing, financial reporting, tax and internal control. Dr. Chang is an Adjunct Professor of the Yuanpei Business School, Peking University since 2022, China Academy of Management Development Science since 2020, Adjunct Professor of the China Academy of Management Development Science since 2020, Think Tank Member of Dashun Foundation since 2022, Council Member of Taxation Institute of Hong Kong since 2024, Vice President of the Association of Chinese Internal Auditors since 2023, Deputy Director of Indonesia Chamber of Commerce in Hong Kong since 2022, Executive Council Member and Chairman of International Affairs Committee of the Hong Kong General Chamber of Small & Medium Business since 2022, Executive Committee Member of Association of International Accountants - Hong Kong Branch since 2021, Vice President of the Hong Kong Minxi Association since 2020, Executive Director of Hong Kong Federation of Fujian Associations since 2022, Vice President of the Guangdong Association of Chief Financial Officers since 2018, Vice President of the Shenzhen Association of Enterprises with Foreign Investment since 2018, and Executive Council Member of Shenzhen Certified Tax Agents Association since 2014. Dr. Chang was granted the "The Outstanding Young Entrepreneur Award of Greater China 2019" hosted by Hong Kong Commercial Daily and the "Excellent Leadership of Foreign Investment Enterprise" awarded by the Shenzhen Association of Enterprises with Foreign Investment in 2019 and 2024.

Dr. Chang was an independent non-executive director of FDG Kinetic Limited between 30 April 2021 and 20 February 2023, the shares of which were previously listed on the Main Board of the Stock Exchange (Delisted, Previous Stock Code: 378), during his tenure of office as an independent non-executive director of FDG Kinetic Limited, a winding up order pursuant to the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong) was made by the High Court of Hong Kong Special Administrative Region against FDG Kinetic Limited on 6 September 2021. Pursuant to an announcement dated 15 February 2023 made by the Stock Exchange, the listing of the shares of FDG Kinetic Limited was cancelled with effect from 9:00 am on 20 February 2023. Dr. Chang was the Senior Accounting Manager with Epicurean and Company, Limited (now known as StarGlory Holdings Company Limited) (Stock Code: 8213) from 2008 to 2012. Dr. Chang is a Fellow Member of Institute of Public Accountants in Australia since 2001, Fellow Member of Association of International Accountants since 2006, International Affiliate of Hong Kong Certified Public Accountants, Chartered Tax Adviser and Fellow of Taxation Institute of Hong Kong since 2010, China Certified Tax Agent (Practising) since 2021, Fellow Member of the Institute of Certified Management Accountants in Australia since 2023, Associate of Hong Kong Institute of Arbitrators since 2023, Sustainability and AML/CFT Professional of the Hong Kong Chartered Governance Institute since 2022, Certified ESG Planner of International Chamber of Sustainable Development since 2023, Fellow Member of Hong Kong Securities and Investment Institute since 2015, Member of Institute of Singapore Chartered Accountants since 2024, Registered Qualified Individual with Accounting & Corporate Regulatory Authority in Singapore since 2024, Chartered Member of Chartered Institute for Securities and Investment in United Kingdom since 2020, Member of Institute of Internal Auditors in United States of America since 2008, Forensic Certified Public Accountant and Member of Forensic CPA Society in United States of America since 2024, Member of Association of Certified Fraud Examiners in United States of America since 2017 and INSOL since 2018.

Dr. Chang has entered into a service agreement with the Company regarding his appointment. Dr. Chang holds office until the next annual general meeting of the Company and retire at that general meeting but be eligible for re-election pursuant to the Bye-Laws of the Company. Dr. Chang is entitled to a yearly director fee of HK\$180,000, i.e. monthly director fee of HK\$15,000, which was determined by the remuneration committee of the Company with reference to his duties and responsibilities within the Group, the Group's remuneration policy and the prevailing market condition.

As at the date of this announcement and save as disclosed herein, to the best knowledge and information of the Directors having made reasonable enquiries, Dr. Chang (i) does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (ii) does not hold any other positions with the Company and/or other members of its subsidiaries; (iii) does not hold any other directorship in any listed public companies, whether in Hong Kong or overseas, in the last three years; (iv) does not hold any other major appointments and professional qualifications; and (v) does not have any relationship with any other Directors, senior management, substantial shareholders (as

defined under the Listing Rules) or controlling shareholders (as defined under the Listing Rules) of the Company.

Dr. Chang has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules, (ii) that he had no past or present financial or other interest in the business of the Company and its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company, and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other matter relating to the appointment of Dr. Chang as the independent non-executive Director, chairman of Remuneration Committee, member of the Audit Committee and member of the Nomination Committee that needs to be brought to the attention of the shareholders of the Company and there is no other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

Mr. Choi Wai Hong Clifford

Mr. Choi, aged 67, obtained a degree of Bachelor of Arts in Economic and Social Studies from The Victoria University of Manchester, United Kingdom (currently known as The University of Manchester) in 1982. Mr. Choi is a member of (i) The Hong Kong Institute of Certified Public Accountants; (ii) The Institute of Chartered Accountants in England and Wales; (iii) The Association of Chartered Certified Accountants; and (iv) The Taxation Institute of Hong Kong.

Mr. Choi joined Price Waterhouse (currently known as PricewaterhouseCoopers) in Hong Kong in January 1983 and departed in July 1992 with his last position as manager. He was subsequently a general manager in DCH MSC (China) Limited, NHK Distribution Company Limited and Porsche Centre Hangzhou from July 1992 to June 1999, July 1999 to December 2003 and January 2004 to August 2012, respectively. He then joined Princess Yacht Southern China Limited as a chief executive officer from September 2012 to November 2012 and later on as a director in the NHK Yacht Services division of NHK Distribution Company Limited from December 2012 to August 2017. Mr. Choi then joined Beijing Glory Star Centre Automotive Sales and Service Company Limited (北京極光星徽汽車銷售服務有限公司) as its general manager from September 2017 to January 2018. He was an executive director of Arta TechFin Corporation Limited (formerly known as Freeman FinTech Corporation Limited) (“**Freeman FinTech**”) (listed on the Stock Exchange, stock code: 279) from November 2020 to October 2021, and an independent non-executive director of South Shore Holdings Limited (In Liquidation) (“**South Shore**”) (delisted from the Stock Exchange in February 2023, stock code: 577) from May 2021 to June 2023, a non-executive director of Silk Road Logistics Holdings Limited (delisted from the Stock Exchange in April 2024, stock code: 988) from June 2021 to December 2021, an independent non-executive director of DreamEast Group Limited (listed on the Stock Exchange, stock code: 593) from December 2021 to January 2024, and an independent non-executive director of EcoGreen International

Group Limited (listed on the Stock Exchange, stock code: 2341) from November 2022 to January 2024. Mr. Choi was an independent non-executive director of Jiayuan International Group Limited (In Liquidation) (“**Jiayuan**”) (delisted from the Stock Exchange in October 2024, stock code: 2768) from June 2024 to October 2024 and was a non-executive director of Xinming China Holdings Limited from April 2021 to February 2025 (listed on the Stock Exchange, stock code: 2699). Mr. Choi is currently a non-executive director of C&D Newin Paper & Pulp Corporation Limited (formerly known as Samson Paper Holdings Limited) (listed on the Stock Exchange, stock code: 731), an executive director of China Evergrande New Energy Vehicle Group Limited (listed on the Stock Exchange, stock code: 708) and an independent non-executive director of Greatview Aseptic Packaging Company Limited (listed on the Stock Exchange, stock code: 468).

Mr. Choi confirms that he was appointed as executive director of Freeman FinTech, independent non-executive director of South Shore and independent non-executive director of Jiayuan, to assist on the implementation of the restructuring plan with an aim to turnaround the companies from the distressed position, and was appointed as executive director of Freeman FinTech only after the appointment of provisional liquidators. Mr. Choi informed the Company that there was no wrongful act or mismanagement on his part leading to the provisional liquidation or liquidation of these companies.

Mr. Choi has entered into a service agreement with the Company regarding his appointment. Mr. Choi holds office until the next annual general meeting of the Company and retire at that general meeting but be eligible for re-election pursuant to the Bye-Laws of the Company. Mr. Choi is entitled to a yearly director fee of HK\$180,000, i.e. monthly director fee of HK\$15,000, which was determined by the remuneration committee of the Company with reference to his duties and responsibilities within the Group, the Group’s remuneration policy and the prevailing market condition.

As at the date of this announcement and save as disclosed herein, to the best knowledge and information of the Directors having made reasonable enquiries, Mr. Choi (i) does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (ii) does not hold any other positions with the Company and/or other members of its subsidiaries; (iii) does not hold any other directorship in any listed public companies, whether in Hong Kong or overseas, in the last three years; (iv) does not hold any other major appointments and professional qualifications; and (v) does not have any relationship with any other Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined under the Listing Rules) of the Company.

Mr. Choi has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules, (ii) that he had no past or present financial or other interest in the business of the Company and its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company, and (iii) that there are no other factors

that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other matter relating to the appointment of Mr. Choi as the independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee and Remuneration Committee that needs to be brought to the attention of the shareholders of the Company and there is no other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

Resignation of Director

Following the appointment of new directors, Mr. Lam Hoy Lee, Laurie, Mr. To Wing Tim, Paddy and Dr. Wang Wei Hsin resigned as independent non-executive director, Mr. Huang Man Yem resigned as non-executive director and each of their position in the Audit Committee, Nomination Committee and Remuneration Committee (if any) with effect from 16 June 2025.

Each of Mr. Lam Hoy Lee, Laurie, Mr. To Wing Tim, Paddy, Dr. Wang Wei Hsin and Mr. Huang Man Yem are confirmed that they have no disagreement with the Board and there is no matter relating to their resignation that needs to be brought to the attention of the shareholders of the Company and/or The Stock Exchange of Hong Kong Limited.

The Board would like to express its gratitude to Mr. Lam Hoy Lee, Laurie, Mr. To Wing Tim, Paddy, Dr. Wang Wei Hsin and Mr. Huang Man Yem for their valuable contributions to the Company during their tenure of office

The Board also would like to express its warm welcome to Mr. Yau, Dr. Chang and Mr. Choi on joining the Board.

CHANGE IN AUTHORIZED REPRESENTATIVE

The Board hereby announces that Mr. Huang Man Yem resigned as authorized representative of the Company (“**Authorized Representative**”) under Rule 3.05 of the Listing Rules. Ms. Au Wing Sze, Company Secretary of the Company has been appointed as an Authorized Representative of the Company under Rule 3.05 of the Listing Rules with effect from 16 June 2025.

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

Hong Kong, 16 June 2025

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 and Ms. Fong Man, Julisa as non-executive Directors; Mr. Yau Pak Yue, Dr. Chang Sun Bun Benson and Mr. Choi Wai Hong Clifford as independent non-executive Directors.