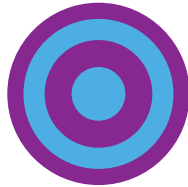


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MASCOTTE HOLDINGS LIMITED

馬斯葛集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 136)

(Stock Code of Warrants: 1493)

POLL RESULT OF THE MEETING OF HOLDERS OF THE EXISTING WARRANTS HELD ON 11 SEPTEMBER 2015

At the meeting of the holders of the listed warrants (Stock Code: 1493) (the “**Existing Warrants**”) issued by Mascotte Holdings Limited (the “**Company**”) held on 11 September 2015 (the “**Meeting**”), the proposed special resolution (the “**Special Resolution**”) as set out in the notice of the Meeting dated 18 August 2015 (the “**Notice**”) was approved by the holders of the Existing Warrants by way of poll. The Company’s warrant registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the Meeting for the purpose of vote-taking.

* *For identification purpose only*

The poll result in respect of the Special Resolution was as follows:

SPECIAL RESOLUTION		Number of Votes (approximate%)		Total
		For	Against	
1.	<p>(a) the holders of the Existing Warrants hereby waive any and all rights under the instrument governing the Existing Warrants dated 24 February 2015 (the “Existing Warrant Instrument”) and the terms and conditions of the Existing Warrants, including but not limited to those rights (including the adjustment rights) under Clause 4 of the Existing Warrant Instrument and Condition 3 of the Conditions of the Existing Warrants as a result of or in connection with the Subscription (as defined below) (including but not limited to the Capital Reorganization (as defined below)) and any matter related to the Subscription (other than the Share Consolidation (as defined below)) and confirm that the Subscription Price (as defined in the Existing Warrant Instrument) of the Existing Warrants of HK\$0.1 will not be adjusted as a result of or in connection with the Subscription (including but not limited to the Capital Reorganization) and any matter related to the Subscription (other than the Share Consolidation);</p> <p>(b) the Capital Reorganization, the Share Consolidation, the Subscription Agreement (as defined below), the New Warrant Instrument (as defined below), and the respective transactions contemplated thereunder be and are hereby approved and sanctioned;</p> <p>(c) every abrogation, alteration, compromise or arrangement in respect of the rights of the holders of the Existing Warrants involved in or resulting from the matters contemplated in this resolution be and are hereby sanctioned;</p> <p>(d) any director of the Company be and is hereby authorised, to sign and execute all such documents, deeds (including but not limited to a supplemental deed poll) and instruments, and to do all such acts and things as the Directors consider necessary or expedient to give effect to the transactions contemplated under this resolution or in connection thereto; and</p> <p>(e) for the purpose of this resolution:</p> <p>“Capital Reorganization” means (i) the proposed reduction of the existing issued share capital of the Company through the cancellation of the paid-up capital to the extent of HK\$0.009 on each existing issued share of the Company such that the par value of each existing issued share of the Company will be reduced from HK\$0.01 to HK\$0.001; and (ii) the proposed subdivision of each of the authorized but unissued share of the Company of HK\$0.01 each into ten (10) shares of the Company of HK0.001 each.</p>	4,001,037,429 (99.98%)	724,000 (0.02%)	4,001,761,429

SPECIAL RESOLUTION	Number of Votes (approximate%)		Total
	For	Against	
<p>“Share Consolidation” means the proposed consolidation of every two (2) issued and unissued shares of the Company of HK\$0.001 each into one (1) consolidated share of the Company of HK\$0.002 each and where applicable, the total number of such consolidated shares in the issued share capital of the Company immediately following the Share Consolidation will be rounded down to a whole number by cancelling any fraction in the issued share capital of the Company which may arise from the Share Consolidation.</p> <p>“Subscription” means the issuance of the Subscription Shares (as defined below) and the issuance of the New Warrants (as defined below) by the Company at completion of the Subscription, as contemplated in the Subscription Agreement.</p> <p>“Subscription Agreement” means the subscription agreement dated 15 June 2015 entered into by the Company, as issuer, Evergrande Real Estate Group Limited and Mount Yandang Investment Limited, as subscribers and HEC Capital Limited, Mr. Chung Yuk Lun, Dr. Kwong Kai Sing, Benny and Mr. Chow Chi Wah, Vincent as guarantors.</p> <p>“Subscription Shares” means such number of shares of the Company as shall represent 75.0% of the enlarged total issued share capital of the Company immediately after completion of the Subscription.</p> <p>“New Warrant(s)” means the warrant(s) to be issued by the Company on terms stipulated in the Subscription Agreement.</p> <p>“New Warrant Instrument” means the formal warrant instrument to be executed on completion of the Subscription pursuant to which the New Warrants are to be issued to Evergrande Real Estate Group Limited and Mount Yandang Investment Limited.”</p>			

As more than 75% of the votes were cast in favour of the Special Resolution, the Special Resolution was duly passed by the holders of the Existing Warrants at the Meeting.

As at the date of the Meeting, the total amount of the Existing Warrants in issue was HK\$428,175,194.00.

As stated in the Notice, each of Murtsa Capital Management Limited, Dr. Kwong Kai Sing, Benny and Smart Jump Corporation would abstain from voting on the Special Resolution. As at the date of the Meeting, each of Murtsa Capital Management Limited and Smart Jump Corporation did not hold any Existing Warrants and accordingly they were not entitled to vote on the Special Resolution. Dr. Kwong Kai Sing, Benny, who is an executive Director and held HK\$448,000.00 Existing Warrants (representing approximately 0.1% of the total amount of Existing Warrants in issue as at the date of the Meeting), had abstained from voting on the Special Resolution as stated in the Notice.

Excluding the amount of the Existing Warrants held by Dr. Kwong Kai Sing, Benny, the total amount of the Existing Warrants entitling the holders thereof to attend and vote for or against the Special Resolution at the Meeting was HK\$427,727,194.00 (representing approximately 99.9% of the total amount of the Existing Warrants in issue as at the date of the Meeting).

Save as disclosed above, no holders of the Existing Warrants had stated their intention in the Notice to vote against the Special Resolution or to abstain from voting on the Special Resolution.

As at the date of the Meeting, there were no Existing Warrants entitling the holders thereof to attend the Meeting and abstain from voting in favour of the Special Resolution.

By order of the Board
MASCOTTE HOLDINGS LIMITED
Chung Yuk Lun
Chairman

Hong Kong, 11 September 2015

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors

Mr. Chung Yuk Lun (*Chairman*)

Dr. Kwong Kai Sing, Benny (*Managing Director*)

Mr. Chow Chi Wah, Vincent

Independent Non-executive Directors

Mr. Frank H. Miu

Mr. Robert James Iaia II

Mr. Hung Cho Sing

Mr. Chung Kong Fei, Stephen

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement contained in this announcement misleading.