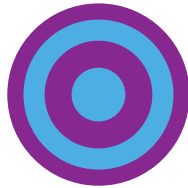


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MASCOTTE HOLDINGS LIMITED

馬斯葛集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 136)

(Stock Code of Warrants: 1493)

(1) CHANGES TO BOARD COMPOSITION; AND (2) CHANGE OF COMPANY NAME

CHANGES TO BOARD COMPOSITION

As set out in the Announcement, each of the current Directors (unless otherwise agreed by the Subscribers) shall resign as a Director with effect from the Subscription Completion (or where applicable, such earliest date as permitted by the Takeovers Code). The Subscribers have nominated four candidates to be appointed as the new executive Directors and three candidates to be appointed as the new independent non-executive Directors with effect from the Subscription Completion (or where applicable, such earliest date as permitted by the Takeovers Code). Their appointment as Directors will be proposed at the SGM.

CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Mascotte Holdings Limited” to “HengTen Networks Group Limited” and to adopt a new secondary name in Chinese “恒騰網絡集團有限公司”, subject to the Subscription Completion.

* For identification purpose only

CHANGES TO BOARD COMPOSITION

As set out in the Announcement, each of the current Directors (unless otherwise agreed by the Subscribers) shall resign as a Director with effect from the Subscription Completion (or where applicable, such earliest date as permitted by the Takeovers Code). The Subscribers have nominated the following candidates to be appointed as new Directors with effect from the Subscription Completion (or where applicable, such earliest date as permitted by the Takeovers Code):

- (a) Mr. Peng Jianjun as an executive Director;
- (b) Mr. Liu Yongzhuo as an executive Director;
- (c) Mr. Huang Xiangui, Andrew as an executive Director;
- (d) Mr. Zhuo Yueqiang as an executive Director;
- (e) Mr. Chau Shing Yim, David, as an independent non-executive Director;
- (f) Mr. Nie Zhixin as an independent non-executive Director; and
- (g) Mr. Chen Haiquan as an independent non-executive Director.

The Board will propose the appointment of Directors at the SGM. The biographical details of the proposed Directors as required to be disclosed under the Listing Rules are provided by the Subscribers and set out below:

PROPOSED EXECUTIVE DIRECTORS

Mr. Peng Jianjun, aged 45, has over 20 years of experience in management of large enterprises. Mr. Peng has been serving Evergrande Real Estate Group Limited and its subsidiaries (“**Evergrande Group**”) since 2007 and has served as a vice president of Evergrande Group and the general manager of the Evergrande hotel group and the chairman of the board of directors of the Evergrande grain and oil group.

Mr. Peng graduated from Jinan University with a PhD degree in management, master’s degree in business administration and obtained a bachelor’s degree in economics from Xiangtan University. Mr. Peng is also a senior economist, an adjunct professor at Jinan University, a doctoral tutor at the City University of Macau and the executive president of the Guangdong Hotel Industry Association. He has published books such as “Managing Customers’ Complaints” (《顧客抱怨管理》).

Mr. Liu Yongzhuo, aged 35, has over 13 years of experience in human resource management, investment and operation of real estate projects and management and operation of multi-industry companies. Mr. Liu has been serving Evergrande Group since 2003 and has served as the chairman of the board of directors of Evergrande culture industry group and the Evergrande spring water group. He is now serving as a vice president of Evergrande Group and the chairman of the board of directors of Guangzhou Evergrande Taobao Football Club.

Mr. Liu graduated from East China Normal University and Wuhan University of Technology and obtained a bachelor's degree in business management and a master's degree in engineering.

Mr. Huang Xiangui, Andrew, aged 44, has over 18 years of experience in marketing, human resource management and operation, management of foreign-funded enterprises, capital market and investors relation management. Mr. Huang has been serving Evergrande Group since 2004 and now serves as an executive director of Evergrande Real Estate Group Limited (Stock Code: 3333), the assistant to president and the general manager of the Hong Kong office. Evergrande Real Estate Group Limited is a company listed on the Stock Exchange.

Mr. Huang graduated from Harbin Engineering University and University of Stirling in the United Kingdom and obtained a bachelor's degree in chemical engineering and a master of science degree in banking and finance.

Mr. Zhuo Yueqiang, aged 40, has over 9 years of experience in management in the mobile internet business. Mr. Zhuo has been serving Tencent since 2004 and has served as the manager of South China area of the mobile internet group and the general manager of the business operations department of the mobile internet group of Tencent. Since 2015, Mr. Zhuo has been serving as the manager and the primary person in charge of the business co-operation department of the Weixin group of Tencent.

Mr. Zhuo graduated from the Beijing Institute of Technology and obtained a bachelor's degree in communications engineering.

PROPOSED INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chau Shing Yim, David, aged 52, has over 22 years of experience in initial public offerings, restructuring of PRC enterprises and cross-border and domestic takeovers. Mr. Chau is currently an independent non-executive director of Evergrande Real Estate Group Limited (Stock Code: 3333), Evergrande Health Industry Group Limited (Stock Code: 708), Up Energy Development Group Limited (Stock Code: 307), Lee & Man Paper Manufacturing Limited (Stock Code: 2314), Man Wah Holdings Limited (Stock code: 1999), Richly Field China Development Limited (Stock code: 313), and Varitronix International Limited (Stock Code: 710). Mr. Chau was also an independent non-executive director of China Solar Energy Holdings Limited (Stock Code: 155). The shares of all the aforementioned companies are listed on the Stock Exchange.

Mr. Chau was formerly a partner of one of the big four accounting firm in Hong Kong, heading the merger and acquisition and corporate advisory services department. He is a member of the Hong Kong Securities Institute, the Institute of Chartered Accountants of England and Wales (“**ICAEW**”), holding the Corporate Finance Qualification granted by ICAEW and by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). Mr. Chau was an ex-committee member of the Disciplinary Panel of HKICPA.

Mr. Nie Zhixin, aged 53, is the standing vice president of the Henan Chamber of Commerce in the Guangdong province, vice president of the Tianhe Road Chamber of Commerce in Guangzhou, vice president of the Chain-operations Management Association in Guangzhou and general manager of Gladith Fashion Co., Ltd. in Guangzhou. In 1990, Mr. Nie established the “GLADITH•葛來娣” fashion brand in Guangzhou which has now become one of the well known women’s fashion brands in the PRC.

Mr. Chen Haiquan, aged 45, is a doctorate holder from the Chuo University, Japan, a professor at the Jinan University. He also serves as the representative of the Guangdong Institute of Asia-pacific E-commerce, dean of the Guangdong Research Institute of Modern Logistics, vice president and secretary-general of the Association of Logistics and Supply Chain in the Guangdong province and vice president of the Association of Business and Economics in the Guangdong province. Mr. Chen also serves as an independent director of Guangzhou Friendship Group Co., Ltd. (listed on the Shenzhen Main Board with Stock Code: 00987).

Mr. Chen graduated from the graduate school of Daito Bunka University, Japan and the graduate school of Chuo University, Japan and obtained a master’s degree in economics and a doctorate in comprehensive policy, respectively.

As at the date of this announcement, none of the proposed Directors has entered into a service contract with the Company. Each of the proposed Directors will enter into a service contract with the Company, for a term of three years. The remuneration (which may include Director’s fee, additional service compensation and discretionary bonus) of each of the proposed Directors will be determined by the Board with reference to the prevailing market conditions and the prospective roles and responsibilities of such candidate in the Company. Each of the proposed Directors will be subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company.

Save as disclosed above, as at the date of this announcement, each of the proposed Directors:

- a) has not held any other directorships in any other listed public companies in the last three years and does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company;
- b) does not have any interests in shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
- c) does not hold any other position in the Company or any of its subsidiaries; and
- d) has no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders of the Company in relation to his appointment as a Director.

CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Mascotte Holdings Limited” to “HengTen Networks Group Limited” and to adopt a new secondary name in Chinese “恒騰網絡集團有限公司”, subject to the Subscription Completion.

Conditions of the proposed Change of Company Name

The proposed Change of Company Name is subject to the following conditions:

- (a) the passing of a special resolution by the Shareholders at the SGM approving the proposed Change of Company Name;
- (b) the Subscription Completion taking place; and
- (c) the Registrar of Companies in Bermuda approving the Change of Company Name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect from the date of registration as set out in the certificate of incorporation on change of name and the certificate of secondary name issued by the Registrar of Companies in Bermuda. The Company will further carry out the necessary filing procedures with the Registrar of Companies in Hong Kong.

Reasons for the proposed Change of Company Name

The Board believes that the new name of the Company will not only provide the Company with fresh corporate identity resulting from the change of controlling Shareholder, but will also better reflect the new business strategy of the Company to be adopted by the Subscribers. The Board is of the opinion that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Effect of the proposed Change of Company Name

The Change of Company Name will not affect any of the rights of the Shareholders and holders of the Existing Warrants. All existing share certificates and warrant certificates in issue bearing the Company's existing name shall, after the Change of Company Name becomes effective, continue to be evidence of the title of the securities and will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for free exchange of (i) existing share certificates for new share certificates or (ii) existing warrant certificates for new warrant certificates, in each case, bearing the new name of the Company. Once the Change of Company Name becomes effective, new share certificates and warrant certificates will only be issued in the new name of the Company.

Further announcement(s) will be made by the Company to inform the Shareholders of, among other things, the effective date of the Change of Company Name, the new English and Chinese stock short names of the Company for trading of the Shares and the Existing Warrants on the Stock Exchange and the new logo and website of the Company as and when appropriate.

SGM

The requisite resolutions to approve the appointment of Directors and the Change of Company Name will be proposed at the SGM to be convened and held by the Company as set out in the Announcement.

As the Change of Company Name and the appointment of Directors are relevant to the Subscription, each of Murtsa Capital Management Limited, Dr. Kwong Kai Sing, Benny and Smart Jump Corporation will abstain from voting on the resolutions to approve the Change of Company Name and the appointment of Directors.

As disclosed in the Announcement, the announcement of the Company dated 20 August 2015, and the announcement of the Company dated 7 September 2015, the Circular in relation to the SGM will be despatched to the Shareholders on or before 21 September 2015. The Circular will also contain details of the biographies of the proposed Directors and the Change of Company Name.

DEFINITIONS

In this announcement, the following terms and expressions (unless the context otherwise requires) shall have the following meanings:

“Announcement”	the announcement of the Company dated 31 July 2015 in relation to, among other things, the Subscription
“Board”	the board of Directors
“Change of Company Name”	the proposed change of the English name of the Company from “Mascotte Holdings Limited” to “HengTen Networks Group Limited” and the adoption of a new secondary name in Chinese “恒騰網絡集團有限公司”
“Circular”	the circular containing details of the transactions set out in the Announcement, the biographies of proposed Directors and Change of Company Name to be despatched to the Shareholders on or before 21 September 2015
“Company”	Mascotte Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the same meaning as ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Evergrande”	Evergrande Real Estate Group Limited, a company incorporated in the Cayman Islands as an exempted company with limited liability and whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 3333)

“Existing Warrant(s)”	the listed warrant(s) (Stock Code: 1493) issued by the Company with an exercise price of HK\$0.1 per Share, which entitle the holder(s) to subscribe for new Share(s), and expiring on 23 February 2017
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mount Yandang”	Mount Yandang Investment Limited, a company incorporated in the British Virgin Islands and a wholly-owned subsidiary of Tencent
“SGM”	the special general meeting of the Company to be convened and held to consider and, if thought fit, approve, the transactions set out in the Announcement, the appointment of Directors and the Change of Company Name
“Share(s)”	the ordinary share(s) in the share capital of the Company
“Shareholder(s)”	the holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscribers”	Evergrande and Mount Yandang
“Subscription”	the subscription by the Subscribers pursuant to the subscription agreement dated 15 June 2015 entered into by, among other parties, the Company and the Subscribers, details of which are set out in the Announcement

“Subscription Completion”	the completion of the Subscription, details of which are set out in the Announcement
“Tencent”	Tencent Holdings Limited, a limited liability company organized and existing under the laws of the Cayman Islands and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 700)
“Takeovers Code”	The Code on Takeovers and Mergers issued by the Securities and Futures Commission in Hong Kong

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

Hong Kong, 18 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 in this announcement misleading.