



## MASCOTTE HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 136)**

### NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of Mascotte Holdings Limited (the “**Company**”) will be held at The Aberdeen Marina Club, 4th Floor, Bridge Room, 8 Shum Wan Road, Aberdeen, Hong Kong on Monday, 17 July 2006 at 3:00 p.m., for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution as ordinary resolution of the Company:

#### ORDINARY RESOLUTION

“**THAT:**

- (a) the sale and purchase agreement dated 6 June 2006 (the “**Acquisition Agreement**”, a copy of which has been produced to this meeting marked “A” and initialled by the chairman of the meeting for the purpose of identification) entered into between Mascotte Group Limited (“**Mascotte Group**”), a wholly-owned subsidiary of Mascotte Holdings Limited (the “**Company**”), as purchaser and Chan Oi Ling, Maria Olimpia (the “**Vendor**”) as vendor in relation to (i) the sale and purchase (the “**Acquisition**”) of 998 shares of HK\$1.00 each in the share capital of Jet Star Industries Limited (“**Jet Star**”) and 2 non-voting deferred shares in the capital of Jet Star; and (ii) the shareholder’s loan in an aggregate amount of HK\$25,278,799, which was owed by Jet Star to the Vendor as at the date of the Acquisition Agreement, the performance and implementation of the transactions contemplated under the Acquisition Agreement be and are hereby confirmed, approved and ratified; and
- (b) the directors of the Company be and are hereby authorised to do all such acts and things and execute all such documents as they in their absolute discretion consider necessary or expedient to give effect to the Acquisition Agreement and the implementation of all transactions contemplated thereunder.”

By order of the board of  
**MASCOTTE HOLDINGS LIMITED**  
**Lam Yu Ho, Daniel**  
*Managing Director*

Hong Kong, 30 June 2006

*Registered office:*

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head Office and Principal Place of Business in Hong Kong:*

1st Floor  
Po Chai Industrial Building  
28 Wong Chuk Hang Road  
Aberdeen, Hong Kong

*Notes:*

1. A member of the Company entitled to attend and vote at the above meeting is entitled to appoint one or more proxies, if holding two or more shares, to attend and to vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon must be deposited with the Company's branch share registrar and transfer office in Hong Kong, Secretaries Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority, if any, under which it is signed, or a certified copy of that power of authority, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. As at the date hereof, the board of directors of the Company comprises:

Executive Directors:

Chan Oi Ling, Maria Olimpia  
(Chairperson)  
Cheng Lok Hing  
Ji Hong

Lam Yu Ho, Daniel  
(Managing Director)  
Cheng Chun Kit

Independent non-executive Directors:

Wong Yui Leung, Larry  
Cheung Ngai Lam

Lui Wai Shan, Wilson