



MASCOTTE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 136)

MONTHLY ANNOUNCEMENT ON CONVERSION OF CONVERTIBLE NOTES DUE IN 2010

The Company made this announcement pursuant to paragraph (a) under the heading “Dilution effect on Shareholders” of the Announcement and the Circular.

Reference is made to the announcements of Mascotte Holdings Limited (the “Company”) dated 17 July 2007, 27 August 2007, 2 November 2007, 5 November 2007 and 13 November 2007 (the “Announcements”) and the Company’s circular dated 31 July 2007 (the “Circular”). The Company makes this announcement pursuant to paragraph (a) under the heading “Dilution effect on Shareholders” of the Announcements and Circular. Unless the context herein otherwise requires, terms used in this announcements shall have the same meanings as in the Announcements and the Circular.

The Company is pleased to announce that the placing of second and third tranches of the Convertible Notes of an aggregate principal amount of HK\$375,000,000 were completed and issued by the Company in November 2007. The Company has received 27 conversion notices for the conversion of the Convertible Notes issued and as a result of which the Company has allotted and issued a total of 937,500,000 Shares to 27 independent placees at the Conversion Price of HK\$0.40 per Conversion Share in November 2007. The Conversion Shares allotted and issued in November 2007 represent approximately 49.18% of the issued share capital of the Company as at the date of this announcement.

The details regarding the status of conversion of the Convertible Notes issued in the month of November 2007 are as follows:

(a) Conversion of the Convertible Notes issued:

Date of Conversion Notice	No. of Conversion Notice	No. of new Shares Be issued	Principal amount of Convertible Notes <i>HK\$’ million</i>	Conversion Price <i>HK\$</i>
2 November 2007	7	187,500,000	75.0	0.40
5 November 2007	5	125,000,000	50.0	0.40
13 November 2007	15	625,000,000	250.0	0.40

- (b) Redemption of the Convertible Notes: Nil
- (c) The outstanding principal amount of the Convertible Notes after conversion(s) and redemption(s) above: Nil
- (d) The total number of Shares issued during the month other than as a result of the conversion of the Convertible Notes: 26,400,000 shares
- (e) Change in the total issued share capital of the Company during the month of November 2007 were as follows:

	Issued share capital (HK\$)	Number of issued Shares
As at 1 November 2007	94,226,010	942,260,100
Exercise of share options by participants	2,640,000	26,400,000
Total number of new Shares issued pursuant to conversions of the Convertible Notes		
– on 2 November 2007	18,750,000	187,500,000
– on 5 November 2007	12,500,000	125,000,000
– on 13 November 2007	62,500,000	625,000,000
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As at 30 November 2007	<u>190,616,010</u>	<u>1,906,160,100</u>

As at the date hereof, all the Convertible Notes were converted into Shares. No further monthly announcement will be made on conversion of Convertible Notes as there are no outstanding principal amount of the Convertible Notes.

Note: As at the date hereof, the unaudited total assets of the Company as adjusted by the fund raising exercises subsequent to 31 March 2007 are as follows:

	Date of announcement	Date of share allotment	<i>HK\$</i>
Audited total assets as at 31 March 2007 – pursuant to 2007 annual report			345,221,717
Placing of 64,800,000 shares at HK\$0.45 each	11-Jun-07	21-Jun-07	28,431,000*
Placing of 104,960,000 shares at HK\$0.45 each	17-Jul-07	30-Jul-07	46,051,200*
Conversion of Convertible Notes due in 2010			
– conversion of 312,500,000 shares at HK\$0.40 each	27-Aug-07	27-Aug-07	121,875,000*
– conversion of 187,500,000 shares at HK\$0.40 each	02-Nov-07	02-Nov-07	73,125,000*
– conversion of 125,000,000 shares at HK\$0.40 each	05-Nov-07	05-Nov-07	48,750,000*
– conversion of 625,000,000 shares at HK\$0.40 each	13-Nov-07	13-Nov-07	<u>243,750,000*</u>
As at the date hereof, unaudited total assets adjusted by the fund raising exercises after 31 March 2007			<u><u>907,203,917</u></u>

* *net of 2.5% commission*

By Order of the Board of
Mascotte Holdings Limited
Ms. Chan Oi Ling, Maria Olimpia
Chairperson

Hong Kong, 4 December 2007

As at the date of this announcement, the Board comprises Ms. Chan Oi Ling, Maria Olimpia (Chairperson), Mr. Lam Yu Ho, Daniel (Managing Director), Mr. Au Yeung Kai Chor, Ms. Wong Dickie and Mr. Peter Temple Whitelam as executive Directors, Mr. Lui Wai Shan, Wilson, Mr. Cheung Ngai Lam, Mr. Chan Sze Hung and Ms. Kristi L Swartz as independent non-executive Directors.