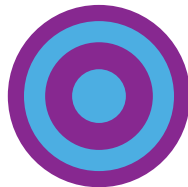


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MASCOTTE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 136)

DISCLOSEABLE TRANSACTION CONVERSION OF CONVERTIBLE NOTE

The Board announces that on 24th February, 2009, Union Glory, a subsidiary of the Company has served a notice of exercise of conversion rights in full under the Convertible Note. In accordance with the terms of the Convertible Note, 136,363,636 Unity Shares will be issued and allotted to Union Glory within 10 business days of the date of the conversion notice.

The Conversion constitutes a discloseable transaction for the Company under the Listing Rules.

Reference is made to the Company's announcement dated 10th October, 2008 which stated that on 8th October, 2008, Union Glory, a wholly-owned subsidiary of the Company entered into the Settlement Deed with Unity, pursuant to which Unity agreed to issue and Union Glory has agreed to accept the issue of the Convertible Note in full and final settlement of the Loan.

The Board announces that on 24th February, 2009, Union Glory, a subsidiary of the Company has served a notice of exercise of conversion rights in full under the Convertible Note. In accordance with the terms of the Convertible Note, 136,363,636 Unity Shares will be issued and allotted to Union Glory within 10 business days of the date of the conversion notice.

As at the date of this announcement, the Company does hold 6,086,200 Shares in Unity. Ms. Kristi Swartz is an independent non-executive director of the Company and Unity. To the best of knowledge, information and belief of the Directors, having made all reasonable enquiry, Unity is an independent third parties not connected with the Company or Connected Persons of the Company.

In accordance with the terms of the Convertible Note, on exercise of the conversion rights under the Convertible Note in the principal amount of HK\$18,000,000 in full at the initial Conversion Price of HK\$0.132 per share of Unity, a total of 136,363,636 Unity Shares will be issued and allotted to Union Glory within 10 business days of the date of the conversion notice. The Conversion Shares represent (i) approximately 36.29% of the existing issued share capital of Unity, (ii) approximately 26.63% of the issued share capital of Unity as enlarged only by the issue of the Unity Shares to the Company. Together with the existing 6,086,200 Unity Shares held by the Company, on the basis of 136,363,636 Unity Shares to be issued, the Company will hold an aggregate of 142,449,836 Shares in Unity, representing approximately 28.37% of the issued share capital of Unity as enlarged only by the issue of the Conversion Shares to the Company.

The Conversion Price was determined based on the terms of the Convertible Note. The Conversion Price represents (i) a discount of approximately 6.38% to the closing price of HK\$0.141 per Unity Share as quoted on the Stock Exchange as at the date of this announcement; (ii) a premium of approximately 1.515% of the closing price of HK\$0.13 per Unity Share as quoted on the Stock Exchange on the Last Trading Day; and (iii) a discount of approximately 4.35% to the average closing price of HK\$0.138 per Unity Share as quoted on the Stock Exchange for the last 5 trading days up to and including the Last Trading Date.

INFORMATION ON UNITY

The shares of Unity are listed on the main board of the Stock Exchange (Stock Code: 913). Unity is primarily engaged in investments in listed securities in Hong Kong and the other main stock markets around the world and also in unlisted companies.

Set out below is the audited consolidated financial information of Unity for each of the two financial years ended 31st December, 2007 and 31st December, 2008 as extracted from the 2008 Unity Final Result Announcement dated 20th February, 2009:

	Year ended 31st December	
	2008	2007
	HK\$	HK\$
Profit/loss (before and after tax and extraordinary items)	(458,429,088)	98,995,641
Net Assets	153,450,852	416,800,936

REASONS FOR THE CONVERSION

The reason the Company has exercised the conversion rights under the Convertible Note in full is to take advantage of the recent trading price of the Unity Shares, which is above the conversion price of HK\$0.132. The Company is of the view that the trading price of Unity at a low point and which gives the Company reasonable prospects to capture short term profits and take advantage of any upside in the trading prices of the Unity Shares. The net asset value per share of Unity as at 31st January, 2009 as set out in Unity's announcement dated 6th February, 2009 is HK\$0.43 which is above the Conversion Price of HK\$0.132. After the issue of the Unity Shares, Union Glory will have an opportunity to participate in the Rights Issue, if it considers appropriate. On the basis of the above, the Directors consider that the Conversion is fair and reasonable and in the best interest of Shareholders and the Company as a whole.

GENERAL

The Company is an investment holding company and its subsidiaries are principally engaged in the (i) manufacturing and sale of accessories for photographic, electrical and multimedia products; (ii) property investment and (iii) investment in securities.

The Conversion constitutes a discloseable transaction for the Company under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“associates”	has the meaning ascribed thereto under the Listing Rules
“Board”	board of Directors
“Business Day(s)”	any day (other than a Saturday and Sunday) on which licensed banks are open for business in Hong Kong
“Company”	Mascotte Holdings Limited, a company incorporated in Bermuda, the shares of which are listed on the main board of the Stock Exchange
“Connected Persons”	has the meaning ascribed thereto in the Listing Rules
“Conversion”	the exercise by Union Glory of conversion rights under the Convertible Note in full on 24th February, 2009
“Conversion Price”	the initial conversion price of HK\$0.132 per Conversion Share (subject to adjustment)
“Convertible Note”	zero coupon convertible note due 2011 in the principal amount of HK\$18,000,000 issued by Unity to Union Glory pursuant to the Settlement Deed
“Director(s)”	director(s) of the Company
“Group”	the Company, its subsidiaries and its associated companies
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Last Trading Date”	23rd February, 2009, the last trading date prior to the date of this Announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	the revolving loan facility in the principal amount of HK\$18 million advanced by Union Glory to Unity pursuant to the loan agreement between Union Glory and Unity dated 13th August, 2008
“Rights Issue”	the proposed rights issue by Unity as set out in its announcement dated 2nd February, 2009 and circular dated 24th February, 2009

“Settlement Deed”	the conditional settlement deed dated 8th October, 2008 entered into between Union Glory and Unity in relation to the settlement of the Loan by the issue of Convertible Note, subject to the terms and conditions contained therein
“Shareholder(s)”	holder(s) of the Shares
“Shares”	shares of a par value of HK\$0.10 each in the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Union Glory”	Union Glory Finance Inc., a company incorporated in British Virgin Islands, a wholly-owned subsidiary of the Company
“Unity”	Unity Investments Holdings Limited (Stock Code: 913), a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Stock Exchange
“Unity Shares”	new shares in Unity which would fall to be issued by the Unity upon the exercise of the conversion rights under the Convertible Note
“%”	per cent.
“2008 Unity Annual Report”	Unity’s annual report for the financial year ended 31st December, 2008

By order of the Board of
Mascotte Holdings Limited
Lo Yuen Wa Peter
Acting chief executive officer

Hong Kong, 24th February, 2009

As at the date of this announcement, the Executive Directors of the Company are Mr. Peter Temple Whitlam (Chairman), Mr. Lo Yuen Wa Peter (Acting Chief Executive Officer), Mr. Au Yeung Kai Chor and Mr. Lam Suk Ping; and the Independent Non-executive Directors of the Company are Mr. Chan Sze Hung, Ms. Kristi L Swartz and Ms. Hui Wai Man, Shirley.