



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/01/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Mascotte Holdings LimitedDate Submitted 04/02/2014**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 00136 Description : Ordinary Shares

	No. of ordinary shares	Par value (State Currency)	Authorised share capital (State Currency)
Balance at close of preceding month	<u>200,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$2,000,000,000</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>200,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$2,000,000,000</u>

(2) Stock code :

Description :

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>                                </u>	<u>                                </u>	<u>                                </u>
Increase/(decrease)	<u>                                </u>		<u>                                </u>
Balance at close of the month	<u>                                </u>	<u>                                </u>	<u>                                </u>

## 2. Preference Shares

Stock code :	Description :		
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 3. Other Classes of Shares

Stock code :	Description :		
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) :

**HK\$2,000,000,000**

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## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	<b>13,457,300,620</b>			
Increase/ (decrease) during the month	<b>1,888,888,887</b>			
Balance at close of the month	<b>15,346,189,507</b>			

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1.Exercise price <u>HK\$3.134 (<i>adjusted</i>)</u> <u>AGM (04/09/2009)</u> <u>Ordinary shares</u> ( <i>Note 1</i> )	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>78,955 (<i>adjusted</i>)</b>
2. Share Option Scheme up to the maximum of 1,220,730,062 shares <u>SGM (31/10/2013 )</u> <u>Ordinary shares</u> ( <i>Note 1</i> )	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
3. (   /   /   ) shares ( <i>Note 1</i> )						
Total A. (Ordinary shares) <b>NIL</b>						
(Preference shares) <b>N/A</b>						
(Other class) <b>N/A</b>						
Total funds raised during the month from exercise of options (State currency)	<b>NIL</b>					

## Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ (   /   /   ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
2. _____ _____ _____ (   /   /   ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
3. _____ _____ _____ (   /   /   ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
4. _____ _____ _____ (   /   /   ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (   /   /   )	_____	_____	_____	_____	_____	_____
<div style="text-align: right;"> Total B.    (Ordinary shares) <u>NIL</u>  (Preference shares) <u>N/A</u>  (Other class) <u>N/A</u> </div>						

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at closes of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<b>1. Convertible</b> <b>Bonds placed on</b> <b>14 July 2011</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>1,111,111,110</b>	<b>9,222,222,220 (adjusted)</b> (Based on the conversion price of HK\$0.09 per share. Subject to adjustment.)
Stock code (if listed)		<b>N/A</b>				
Class of shares issuable ( <i>Note 1</i> )		<b>Ordinary</b>				
Conversion price (subject to adjustment)		<b>HK\$0.09 (adjusted)</b>				
SGM approval date (if applicable) (dd/mm/yyyy)		<b>18/01/2013</b>				
<b>2. Convertible</b> <b>Bonds (II) effected</b> <b>on 13 December</b> <b>2013</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>HK\$</b>	<b>777,777,777</b>	<b>9,055,555,556</b> (Based on the conversion price of HK\$0.09 per share. Subject to adjustment.)
Stock code (if listed)		<b>N/A</b>				
Class of shares issuable ( <i>Note 1</i> )		<b>Ordinary</b>				
Conversion price		<b>HK\$0.09</b>				
SGM approval date (if applicable) (dd/mm/yyyy)		<b>13/12/2013</b>				
<del>3.</del>						
<del>Stock code (if listed)</del>						
<del>Class of shares issuable (<i>Note 1</i>)</del>						
<del>Subscription price</del>						
<del>EGM approval date (if applicable) (dd/mm/yyyy)</del>		<del>( / / )</del>				
<del>4.</del>						
<del>Stock code (if listed)</del>						
<del>Class of shares issuable (<i>Note 1</i>)</del>						
<del>Subscription price</del>						
<del>EGM approval date (if applicable) (dd/mm/yyyy)</del>		<del>( / / )</del>				
Total C. (Ordinary shares)					<b>1,888,888,887</b>	
(Preference shares)					<b>N/A</b>	
(Other class)					<b>N/A</b>	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<p>1. 40,937,500 Share Options were outstanding for subscribing 40,937,500 (<i>adjusted</i>) new shares at Exercise Price of HK\$6.4 (<i>adjusted</i>) per share under Proposed Option Mandate.</p> <p>All capitalised terms used shall have the same meanings as those defined in the Circular dated 19 December 2011.</p> <p>SGM ( 04/ 01/ 2012 )</p> <p>shares (<i>Note 1</i>)</p>	NIL	NIL
<p>2.</p> <p>( / / )</p> <p>shares (<i>Note 1</i>)</p>		
<p>3.</p> <p>( / / )</p> <p>shares (<i>Note 1</i>)</p>		
<p>Total D. (Ordinary shares)</p> <p>(Preference shares)</p> <p>(Other class)</p>	<p>NIL</p> <p>N/A</p> <p>N/A</p>	

## Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue	At price : State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	( / / )	
			SGM approval date: (dd/mm/yyyy)	( / / )	
2. Open offer	At price : State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	( / / )	
			EGM approval date: (dd/mm/yyyy)	( / / )	
3. Placing	At price : HK\$	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	( / / )	
			AGM approval date: (dd/mm/yyyy)	( / / )	
4. Bonus issue	At price : State currency	Class of shares issuable (Note 1)	Issue and allotment date : (dd/mm/yyyy)	( / / )	
			EGM approval date: (dd/mm/yyyy)	( / / )	

				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Type of Issue					
5.	Scrip dividend	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
6.	Repurchase of shares		Class of shares _____ repurchased (Note 1) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
7.	Redemption of shares		Class of shares _____ redeemed (Note 1) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____
8.	Consideration issue	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / ) ( / / )	_____ _____

For Main Board and GEM listed issuers

				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
Type of Issue						
9. Capital reorganisation	Class of shares issuable _____ (Note 1)					
	Effective date : ( / / ) (dd/mm/yyyy)					
	SGM approval date: ( / / ) (dd/mm/yyyy)					
10. Other (Please specify)	At price : State currency _____	Class of shares issuable _____ (Note 1)				
		Issue and allotment date : (dd/mm/yyyy) ( / / )				
		EGM approval date: ( / / ) (dd/mm/yyyy)				
Total E. (Ordinary shares)				<b>NIL</b>		
(Preference shares)				<b>N/A</b>		
(Other class)				<b>N/A</b>		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<b>1,888,888,887</b>
	(2)	<b>N/A</b>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<b>N/A</b>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<b>N/A</b>
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

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Submitted by: Suen Yick Lun Philip

Title: Director and Company Secretary  
(Director, Secretary or other duly authorised officer)

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*Notes :*

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*