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**美亞控股有限公司\***  
**MAYER HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1116)**

## **CLARIFICATION ANNOUNCEMENT**

Reference is made to the circular of Mayer Holdings Limited (the “**Company**”) dated 23 August 2019 (the “**Circular**”) in relation to the acquisition of the entire issued share capital in Happy (Hong Kong) New City Group Limited involving issue of Promissory Note and Consideration Shares under the Specific Mandate, which constitutes a major transaction for the Company. Unless otherwise stated, definitions and terms used herein shall bear the same meanings as defined in the Circular.

The Company would like to clarify that the latest update of the litigation, namely, the Miscellaneous Proceedings No. HCMP1727 of 2018 (“**HCMP1727/2018 Action**”) as disclosed in Appendix IX to the Circular, shall be as follows:

The Petitioner and the respondents in the HCMP1727/2018 Action made a joint application to the High Court of Hong Kong for its approval of the withdrawal of the Petition by the Petitioner, and such approval was granted by the High Court of Hong Kong on 30 April 2019.

By order of the Board

**Mayer Holdings Limited**

**Lee Kwok Leung**

*Chairman and Executive Director*

Hong Kong, 23 August 2019

*As at the date hereof, the Board comprises two executive directors, namely, Mr. Lee Kwok Leung and Mr. Xu Lidi; one non-executive director, namely, Mr. Wang Dongqi; and two independent non-executive directors, namely, Mr. Lau Kwok Hung and Mr. Deng Shimin.*

*The English text of this announcement shall prevail over its Chinese text.*

\* *For identification purpose only*