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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 12 SEPTEMBER 2019

Reference is made to the circular of the Company dated 23 August 2019 (the “**Circular**”) to the Shareholders and the notice of the extraordinary general meeting dated 23 August 2019 (the “**EGM Notice**”). Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that the ordinary resolution (the “**Resolution**”) set out in the EGM Notice was duly passed by the Shareholders by way of poll at the EGM held on 12 September 2019. The Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. Please refer to the EGM Notice for the full text of the Resolution proposed at the EGM. The poll results in respect of the Resolution proposed at the EGM are as follows:

Ordinary Resolution	Number of votes cast (percentage of total number of votes cast)**		Total number of votes cast
	For	Against	
(a) To approve, confirm and ratify the Sale and Purchase Agreement and the transactions contemplated thereunder and all other matters of and incidental thereto or in connection therewith;	803,402,450 (100.00%)	0 (0.00%)	803,402,450 (100.00%)
(b) To give the Specific Mandate to the Directors to allot and issue the Consideration Shares to the Vendor (or its nominee) pursuant to the Sale and Purchase Agreement;			
(c) To approve the issue of the promissory note in an aggregate principal amount of HK\$158,000,000 by the Purchaser to the Vendor (or its nominee) as part of the Consideration pursuant to the Sale and Purchase Agreement; and			
(d) To authorise any Director to execute such documents and do all such acts and things which he considers appropriate or desirable relating to or in connection with the matters contemplated in and/or for implementation of the Sale and Purchase Agreement.*			

* *The full text of the Resolution is set out in the EGM Notice.*

** *All percentages are rounded to two decimal places.*

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution. Accordingly, the Acquisition will be completed subject to the fulfillment (or waiver if applicable) of the remaining conditions precedents. The Company will make further announcement(s) in relation to the completion of the Acquisition as and when appropriate.

The total number of Shares in issue as at the date of the EGM was 1,748,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote on the Resolution at the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Listing Rules at the EGM. None of the Shareholders is required under the Listing Rules to abstain from voting at the AGM. There were no parties who had stated their intention in the Circular to vote against any Resolution at the EGM or to abstain from voting at the EGM.

For and on behalf of the Board
Mayer Holdings Limited
Lee Kwok Leung
Chairman and Executive Director

Hong Kong, 12 September 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 three independent non-executive directors, namely Mr. Lau Kwok Hung, Mr. Deng Shimin and Mr. Cheung, Eddie Ho Kuen.

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

* *For identification purpose only*