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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 ANNUAL GENERAL MEETING HELD ON 14 DECEMBER 2022

All the Proposed Resolutions were duly passed by the Shareholders by way of poll at the 2022 AGM.

Reference is made to the circular of Mayer Holdings Limited (the “**Company**”) dated 31 October 2022 (the “**Circular**”) with the inclusion of the notice of the annual general meeting of the Company of the same date and held on 14 December 2022 (the “**Notice**”). Unless the context otherwise requires, terms used in this announcement shall have the same respective meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed ordinary resolutions (the “**Proposed Ordinary Resolutions**”) and special resolution (the “**Proposed Special Resolution**”) as set out in the Notice (collectively, the “**Proposed Resolutions**”) were duly passed by the Shareholders by way of poll at the 2022 AGM.

Shareholders’ Voting Rights

As at the date of the 2022 AGM, there were (i) 2,158,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2022 AGM and (ii) no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2022 AGM under the Listing Rules.

* For identification purpose only

None of the Shareholders were required under the Listing Rules to abstain from voting on the Proposed Resolutions at the 2022 AGM. None of the Shareholders have stated in the Circular their intention to vote against or abstain from voting on any of the Proposed Resolutions at the 2022 AGM.

Scrutineer And Its Scope Of Work

Cheng & Cheng Limited (“**Cheng & Cheng**”), an external accounting firm which is qualified to serve as the Company’s independent auditor (the “**Independent Auditor**”), was appointed and acted as the scrutineer for the vote-taking at the 2022 AGM.

The poll results were subject to scrutiny by Cheng & Cheng whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to the poll forms collected and provided by the Company to Cheng & Cheng. The work performed by Cheng & Cheng in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include the provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

Poll Results

The poll results of the Proposed Resolutions were as follows:

Ordinary Resolutions		Number of Votes and Percentage Based on Total Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the Independent Auditor for the 18 months ended 30 June 2022.	981,267,450 (100%)	0 (0%)	981,267,450

Ordinary Resolutions		Number of Votes and Percentage Based on Total Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
2.	(a) To re-elect Mr. Zhou Shi Hao as an executive Director.	981,267,450 (100%)	0 (0%)	981,267,450
	(b) To re-elect Ms. Chen Zhirui as an executive Director.	981,267,450 (100%)	0 (0%)	981,267,450
	(c) To re-elect Mr. Lau Kwok Hung as an independent non-executive Director.	981,267,450 (100%)	0 (0%)	981,267,450
3.	To authorise the Board to fix the remuneration of the Directors.	981,267,450 (100%)	0 (0%)	981,267,450
4.	To re-appoint ZHONGHUI ANDA CPA Limited as the Independent Auditor and authorise the Board to fix its remuneration.	981,267,450 (100%)	0 (0%)	981,267,450
5.	To give a general mandate to the Directors to buy back Shares not exceeding 10% of the total number of the issued Shares.*	981,267,450 (100%)	0 (0%)	981,267,450
6.	To give a general mandate to the Directors to allot, issue and otherwise deal with new Shares not exceeding 20% of the total number of the issued Shares.*	981,267,450 (100%)	0 (0%)	981,267,450
7.	To extend the general mandate to be given to the Directors to allot, issue and deal with additional Shares of an amount representing the total number of the Shares bought back by the Company.*	981,267,450 (100%)	0 (0%)	981,267,450

Special Resolution	Number of Votes and Percentage Based on Total Number of Votes Cast (%)		Total Number of Votes Cast
	For	Against	
8. To amend the existing memorandum of association and articles of association of the Company (the “M&A”) and adopt the new M&A.*	981,267,450 (100%)	0 (0%)	981,267,450

* Please refer to the Notice for the full text of the Proposed Resolutions.

As more than 50% of the votes were cast in favour of each of the Proposed Ordinary Resolutions and not less than 75% of the votes were cast in favour of the Proposed Special Resolution, all Proposed Resolutions were duly passed.

Directors’ Attendance Record

The attendance record of the Directors at the 2022 AGM was as follows:

- the executive Directors Mr. Lee Kwok Leung (*Chairman*) and Dr. Cheung Ka Yue and the independent non-executive Directors Mr. Lau Kwok Hung and Mr. Chan Chun Kit have attended in person; and
- the executive Directors Messrs. Zhou Shi Hao, Chen Zhirui and Xiao Libo (*Chief Executive Officer*), the non-executive Director Mr. Lam Chung Chak, and the independent non-executive Director Mr. Luk Jianping have attended by electronic means.

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

Hong Kong, 14 December 2022

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Lee Kwok Leung (Chairman), Mr. Zhou Shi Hao, Mr. Chen Zhirui, Mr. Xiao Libo (Chief Executive Officer) and Dr. Cheung Ka Yue; one non-executive Director, namely Mr. Lam Chung Chak; and three independent non-executive Directors, namely Messrs. Lau Kwok Hung, Chan Chun Kit and Lu Jianping.