

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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

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

**(Stock Code: 1116)**

**(1) QUARTERLY UPDATE;**  
**(2) DELAY IN PUBLICATION OF INTERIM RESULTS FOR**  
**THE SIX MONTHS ENDED 31 DECEMBER 2023 AND**  
**FURTHER DELAY IN PUBLICATION OF THE ANNUAL RESULTS**  
**FOR THE YEAR ENDED 30 JUNE 2023; AND**  
**(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Mayer Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Listing Rules and the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 22 and 14 February, and 31, 26, 19, 15 and 3 January 2024 as well as 28 December, 30 November, 31 and 10 October, 29 September, 31 and 10 August and 15 June 2023 (collectively, the “**Announcements**”). Capitalized terms used herein shall have the same respective meanings as defined or adopted in the Announcements unless otherwise stated.

**1. QUARTERLY UPDATE**

Pursuant to the Resumption Guidance and Rule 13.24A of the Listing Rules, the Company sets out below an update on its business operations and other relevant information since its issue of the quarterly update announcement on 28 December 2023.

**(I) Business operations of the Group**

The principal activity of the Company is investment holding. The subsidiaries of the Company are principally engaged in (i) the processing, manufacturing and selling of steel sheets, steel pipes and other steel products in the PRC (the “**Steel-related Business**”) ; and (ii) urban renewal project planning and consulting in the PRC.

The Group has been focusing on its business operations on the Steel-related Business and it has been operating as usual in all material respects notwithstanding the suspension of trading in the Shares.

Furthermore, as mentioned in the Company's announcement dated 23 September 2023, the Group has been developing the applications of nano phase change energy storage material(s) with environmental related technologies under the agricultural industry in the PRC to enhance its business portfolio.

Save for the above, there is no material change in the business operations of the Group as at the date of this announcement.

## **(II) Resumption plan and progress**

To resolve the issues causing the suspension of trading in the Shares and to comply with the Listing Rules to the Stock Exchange's satisfaction, the Company is currently taking all necessary steps in, including but not limited to, working closely with:

- (i) Grant Thornton Advisory Services Limited ("**Grant Thornton**"), the independent investigator to the Investigation, to facilitate the completion of the Investigation; and
- (ii) the Auditor to facilitate the completion of the remaining audit procedures to publish the outstanding financial results of the Group (i.e. the interim results for the six months ended 31 December 2023 (the "**2024 Interim Results**") and the 2023 Annual Results).

The Group has re-complied with Rules 3.10(1) and 3.21 of the Listing Rules regarding the minimum number of the INEDs and the Audit Committee members, respectively as mentioned in the Company's announcement dated 26 January 2024 and is currently identifying suitable candidate(s) for the Company so that it can fulfil and satisfy the requirement under Rule 13.92 of the Listing Rules regarding the diversity of Board members in respect of gender and the relevant Resumption Guidance.

The Company will continue to inform the Shareholders and its potential investors of all material information and will make further announcement(s) in relation to the above matters as and when appropriate and in accordance with the requirements of the Listing Rules. Further, the Company will keep the Shareholders and its potential investors informed of the latest progress in complying with the resumption guidance imposed by the Stock Exchange as disclosed in the announcement of the Company dated 14 February 2024.

## **2. DELAY IN PUBLICATION OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 31 DECEMBER 2023 AND FURTHER DELAY IN PUBLICATION OF THE ANNUAL RESULTS FOR THE YEAR ENDED 30 JUNE 2023**

As additional time is required by (i) Grant Thornton to complete the Investigation; and (ii) the Company and the Auditor to review the investigation report prepared by Grant Thornton, the Auditor to proceed with the remaining audit procedures to finalize the 2023 Annual Results and the Company to prepare the 2024 Interim Results, having discussed with the Auditor, the Company expects that the publication date of (a) the 2024 Interim Results will be postponed, and (b) the 2023 Annual Results will be further postponed, to a date falling on or before 30 June 2024.

### **Postponement of adjourned Board Meeting/Board Meeting**

Due to the above-said postponement of the publication of the 2023 Annual Results, the Board hereby informs the Shareholders that the date of the adjourned Board meeting for the purposes of, among others, approving the 2023 Annual Results for publication and considering the payment of a final dividend (if any), will be further postponed to on or before 30 June 2024.

Due to the above-said postponement of the publication of the 2024 Interim Results, the Board hereby informs the Shareholders that the date of the Board meeting for the purposes of, among others, approving the 2024 Interim Results for publication and considering the payment of an interim dividend (if any), will be postponed to on or before 30 June 2024.

## **3. CONTINUED SUSPENSION OF TRADING**

Trading in the Shares on the Stock Exchange has been suspended since 9:00 a.m. on 29 September 2023 and will remain suspended until further notice.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.**

By order of the Board  
**Mayer Holdings Limited**  
**Lee Kwok Leung**  
*Chairman and Executive Director*

Hong Kong, 15 March 2024

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Lee Kwok Leung (Chairman), Mr. Xiao Libo (Chief Executive Officer) and Dr. Cheung Ka Yue; and three INEDs, namely Mr. Lau Kwok Hung, Mr. Lu Jianping and Mr. Du Ning.*

\* *For identification purpose only*