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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)

ANNOUNCEMENT

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board announces that Shenyin Wanguo has been appointed by the Company as the independent financial adviser to advise the Independent Board Committee in respect of the Offers pursuant to Rule 2.1 of the Takeovers Code and such appointment has been approved by the Independent Board Committee.

Reference is made to the announcement by Mayer Holdings Limited (the “**Company**”) dated 28 February 2012 (the “**Announcement**”) in relation to the voluntary conditional cash offers by Roofer Securities Limited on behalf of Mr. Wang Han for all the issued shares in the Company and the CB of the Company (other than those already owned or agreed to be acquired by him and parties acting in concert with him). Unless the context otherwise requires, capitalised terms used in this announcement bear the same meaning as defined in the Announcement.

Appointment of independent financial adviser

The board of directors of the Company (the “**Board**”) wishes to announce that Shenyin Wanguo Capital (H.K.) Limited (“**Shenyin Wanguo**”), a corporation licensed to carry out type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), has been appointed by the Company as the independent financial adviser to advise the Independent Board Committee in relation to the Offers. The appointment of Shenyin Wanguo by the Company has been approved by the Independent Board Committee.

By Order of the Board
Mayer Holdings Limited
HSIAO Ming-chih
Chairman

Hong Kong, 16 March 2012

* *For identification purpose only.*

The Directors (except for Mr. Xue Wenge, Mr. Li Deqiang and Mr. Lam Chun Yin on the basis that they have a material conflict of interest) jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Hsiao Ming-chih, Mr. Lai Yueh-hsing, Mr. Chiang Jen-chin, Mr. Lu Wen-yi, and Mr. Xue Wenge; two non-executive directors, namely Mr. Li Deqiang and Mr. Lam Chun Yin; and three independent non-executive directors, namely Mr. Lin Sheng-bin, Mr. Huang Jui-hsiang and Mr. Alvin Chiu.