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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)

## UPDATE ON THE STATUS OF RESUMPTION

### AND

## DELAY IN PUBLICATION OF THE OUTSTANDING FINANCIAL RESULTS

Reference is made to the announcements of Mayer Holdings Limited (the “**Company**”) dated 21 March 2012, 31 August 2012, 3 April 2013, 31 December 2013 and 25 March 2014 in relation to, among others, the delay in publication of interim results announcement and despatch of interim report for the six months ended 30 June 2012 and 2013 together with, the delay in publication of annual results announcement and despatch of annual report for the year ended 31 December 2011, 2012 and 2013 (collectively the “**Outstanding Financial Results**”). Here is an update on matters pertaining to the resumption of trading in the Company’s shares (the “**Resumption**”) and a tentative timetable for the publication of the Outstanding Financial Results (the “**Tentative Timetable**”).

## DELAY IN PUBLICATION OF THE OUTSTANDING FINANCIAL RESULTS

The Company continues to liaise with the local management of Guangzhou Mayer in dealing with the proposed audit work. However, despite our continuous attempts, the local management of Guangzhou Mayer still cannot give us a reasonable and fixed timetable for the Company’s auditors to commence their audit work.

On 27 May 2014, Guangzhou Mayer sent a letter to the Company’s legal advisor stated that they would suggest the date of commencement of audit work be deferred and decided until July of 2014, after the final conclusive decision of the Hong Kong Court of Final Appeal (the “**HKCFA**”) in the plaintiff action against Mayer Corporation Development International Limited (“**Mayer BVI**”) under HCA238/2012 (the “**Mayer BVI proceedings**”), of which will be heard in the HKCFA on 3 to 4 July 2014. The Company understands that the Mayer BVI proceedings are at the Company’s shareholders level and the Company is not a party. The Mayer BVI proceedings has nothing to do with the commencement of audit work in Guangzhou Mayer and therefore the Company would not agree to such suggestion from the local management of Guangzhou Mayer.

The Company has also found out from the 廣州工商行政管理局 that the local management of Guangzhou Mayer purportedly convened a shareholders' meeting on 20 December 2013 (the "2013 Guangzhou Mayer Shareholders' Meeting") without any notice of meeting being served on Bamian Investment Pte. Ltd ("**Bamian**"), a 100% wholly owned subsidiary of the Company, and of which Bamian owned 81.4% of Guangzhou Mayer.

The Company confirms that Bamian has not received any notice of 2013 Guangzhou Mayer Shareholders' Meeting from Guangzhou Mayer, and Bamian has not authorized any director or authorized any person to attend the 2013 Guangzhou Mayer Shareholders' Meeting and sign any document in relation to any shareholders' resolutions thereto. The Company is seeking legal advice in relation to the matters and will reserve all our rights against the local management of Guangzhou Mayer.

Therefore, there will be a delay in the Tentative Timetable for the publication of the Outstanding Financial Results and the despatch of the requisite reports as required under Rules 13.46, 13.48 and 13.49 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company will make further announcement if and when there is any significant development pertaining to the Tentative Timetable, Outstanding Financial Results and the Resumption.

Trading in the shares of the Company will continue to suspend until further notice.

By order of the Board  
**Mayer Holdings Limited**  
**LAI Yueh-hsing**  
*Chairman*

Hong Kong, 6 June 2014

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

\* *For identification purposes only*