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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 31 MAY 2019

Reference is made to the circular dated 30 April 2019 (the “**Circular**”) issued by the Company. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on 31 May 2019, a poll was demanded by the chairman of the AGM for voting on the proposed resolution(s) (the “**Resolution(s)**”) as set out in the notice of AGM dated 30 April 2019 (the “**Notice of AGM**”). The Registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The Board announces that save and except of the Resolution 2(c) which was withdrawn, all the Resolutions proposed at the AGM as set out in the Notice of AGM were duly passed by the Shareholders as ordinary resolutions by way of poll.

Set out below are the poll results in respect of the Resolutions being put to vote at the AGM:

Ordinary Resolutions		No. of Shares Voted (%**)	
		For	Against
1.	(a) To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and the independent auditor of the Company for the year ended 31 December 2011.	810,770,000 (100.00%)	0 (0.00%)
	(b) 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 year ended 31 December 2012.	810,770,000 (100.00%)	0 (0.00%)
	(c) 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 year ended 31 December 2013.	810,770,000 (100.00%)	0 (0.00%)
	(d) 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 year ended 31 December 2014.	810,770,000 (100.00%)	0 (0.00%)
	(e) 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 year ended 31 December 2015.	810,770,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Shares Voted (%**)	
		For	Against
	(f) 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 year ended 31 December 2016.	810,770,000 (100.00%)	0 (0.00%)
	(g) 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 year ended 31 December 2017.	810,770,000 (100.00%)	0 (0.00%)
	(h) 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 year ended 31 December 2018.	810,770,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Lee Kwok Leung as an executive Director.	810,770,000 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Xu Lidi as an executive Director.	810,770,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Lin Jinhe as an executive Director.	Not Applicable <i>(Note)</i>	
	(d) To re-elect Mr. Wang Dongqi as a non-executive Director.	810,690,000 (100.00%)	0 (0.00%)
	(e) To re-elect Mr. Lau Kwok Hung as an independent non-executive Director.	810,770,000 (100.00%)	0 (0.00%)
	(f) To re-elect Ms. Chen Yen Yung as an independent non-executive Director.	810,770,000 (100.00%)	0 (0.00%)
	(g) To re-elect Mr. Deng Shimin as an independent non-executive Director.	810,770,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Shares Voted (%**)	
		For	Against
3.	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	810,770,000 (100.00%)	0 (0.00%)
4.	To re-appoint Zhonghui Anda CPA Limited as auditor and authorise the Board to fix its remuneration.	810,770,000 (100.00%)	0 (0.00%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (ordinary resolution in item No. 5 of the Notice of AGM). *	810,770,000 (100.00%)	0 (0.00%)
6.	To give a general mandate to the Directors to issue new shares or securities of the Company not exceeding 20% of the total number of issued shares of the Company (ordinary resolution in item No. 6 of the Notice of AGM). *	810,690,000 (99.99%)	80,000 (0.01%)
7.	To extend the general mandate to be given to the Directors to allot, issue and deal with additional shares or securities of the Company of an amount representing the total number of shares repurchased by the Company (ordinary resolution in item No. 7 of the Notice of AGM). *	810,690,000 (99.99%)	80,000 (0.01%)
8.	To adopt the share option scheme. (ordinary resolution in item No. 8 of the Notice of AGM). *	810,690,000 (99.99%)	80,000 (0.01%)

* *The full text of the above Resolutions are set out in the Notice of AGM.*

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

Note: Resolution 2(c) regarding the re-appointment of Mr. Lin Jinhe (“**Mr. Lin**”) as an executive Director was not put forward for voting at the AGM due to the resignation of Mr. Lin as an executive Director with effect from 7 May 2019.

The total number of Shares in issue as at the date of the AGM was 1,748,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote on the Resolutions at the AGM. 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 AGM. 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 AGM or to abstain from voting at the AGM.

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

Hong Kong, 31 May 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 Ms. Chen Yen Yung.