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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)

DISCLOSEABLE TRANSACTION INVESTMENT IN COMPANY

Financial Adviser to the Company



The Board is pleased to announce that on 6 June 2008, the Company invested US\$3 million (equivalent to approximately HK\$23.4 million) to subscribe for the shares of CID.

CID will be owned as to 3% and 97% by the Company and the Other CID Shareholders respectively upon completion of the relevant legal procedures based on the proposed structure of CID as at the date of this announcement. The principal activities of CID are long and short term investment projects, equities investment and asset management in Hong Kong, Taiwan and other Asean countries.

As one of the relevant percentage ratios under Rule 14.07 of the Listing Rules exceeds 5% but is less than 25%, the Transaction constitutes a discloseable transaction for the Company under Rule 14.06(2) of the Listing Rules.

INVESTMENT IN CID

The Board is pleased to announce that on 6 June 2008, the Company invested US\$3 million (equivalent to approximately HK\$23.4 million) to subscribe for shares of CID. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries as at the date of this announcement, CID, other shareholders and the ultimate beneficial owners of CID are Independent Third Parties. Since the list of the Other CID Shareholders has not been finalised, the information of the Other CID Shareholders will be disclosed by the Company (subject to the Other CID Shareholders' approval).

In addition, the Board also approved a possible further investment of US\$5 million (equivalent to approximately HK\$39 million) at maximum in CID. The Further Investment will be subject to, among other things, negotiations among the Company and the Other CID Shareholders and the then capital requirement of CID, and the Other CID Shareholders may or may not make corresponding investment in CID. Accordingly, the total investment by the Company in CID will be US\$8 million (equivalent to approximately HK\$62.4 million) at maximum while the ultimate shareholdings of the Company in CID is undetermined as at the date of this announcement.

Shareholders should note that the Further Investment may or may not proceed. Announcement regarding the Further Investment will be made by the Company if the Further Investment proceeds so as to comply with the relevant Listing Rules requirements.

Information on CID

CID was incorporated in the Cayman Islands on 9 April 2008 and will be owned as to 3% and 97% by the Company and the Other CID Shareholders respectively upon completion of the relevant legal procedures based on the proposed structure of CID as at the date of this announcement. The principal activities of CID are long and short term investment projects, equities investment and asset management in Hong Kong, Taiwan and other Asean countries.

CID has no material asset as at the date of this announcement. In addition, since CID was incorporated on 9 April 2008, no net profit has been recorded for CID for the period from 9 April 2008 to the date of this announcement.

Furthermore, given that the proposed management team of CID has not been finalised as at the date of this announcement, the Company will disclose the experience of the management team of CID. The Directors are satisfied with the experience of the management team of CID and are of the view that the management team of CID is capable in investment management.

Registered capital of CID

The proposed structure of CID as at the date of this announcement is as follows:

Shareholders	Capital contribution <i>US\$</i>	Shareholding percentage <i>%</i>
Company	3,000,000	3
Other CID Shareholders	97,000,000	97
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	100,000,000	100
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The authorised capital of CID is US\$300 million in total and the proposed initial issued capital of CID as presented above will be of US\$100 million (subject to change). The amount of proposed initial issued capital was determined after arm's length negotiations among the Company and the Other CID Shareholders with reference to their respective proposed shareholdings in CID and the initial capital requirement of CID. The Directors considered that the initial capital will provide CID with flexibility to seize various investment opportunities in both listed and unlisted securities in Hong Kong, Taiwan and other Asean countries. Given that CID is still at an early establishment stage, no preliminary investment plan has been formulated.

The Company had paid in full the investment of US\$3 million to CID by the Group's internal resources and decided to finance the Further Investment (in case it proceeds) by the Group's internal resources.

REASONS FOR THE TRANSACTION

The Group is principally engaged in the possessing and manufacturing of different kinds of steel sheets and steel pipes which are used by its customers in the manufacture of computing, consumer electronics and communication products, sports equipment, as well as spare parts of household appliances and motor vehicles mainly for the overseas markets through indirect export sales. The Group also has business in properties investment holding.

CID is principally engaged in long and short term investment projects, equities investment and asset management in Hong Kong, Taiwan and other Asean countries.

In view of the growth of the financial markets in Hong Kong, Taiwan and other Asean countries, the Directors consider that entering into the Transaction will provide the Group with a good opportunity to enhance the Group's returns to the Shareholders and to diversify the Group's existing business portfolio.

The Directors, including the independent non-executive Directors, consider that the Transaction is on normal commercial terms and is in the ordinary and usual course of business of the Company, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one of the relevant percentage ratios under Rule 14.07 of the Listing Rules exceeds 5% but is less than 25%, the Transaction constitutes a discloseable transaction for the Company under Rule 14.06(2) of the Listing Rules.

A circular containing, among other things, details of the Transaction will be despatched to the Shareholders as soon as practicable.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“CID”	Capital Investment Development Corporation, an investment company incorporated in the Cayman Islands on 9 April 2008 which will be owned as to 3% by the Company and the remaining 97% by the Other CID Shareholders upon completion of the relevant legal procedures based on the proposed structure of CID as at the date of this announcement
“Company”	Mayer Holdings Limited (Stock code: 1116), a company incorporated in the Cayman Islands with limited liabilities and the shares of which are listed on the Stock Exchange
“Director(s)”	director(s) of the Company
“Further Investment”	the possible further investment of US\$5 million at maximum by the Company in CID
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Independent Third Party(ies)”	parties independent of the Company and connected persons of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Other CID Shareholders”	shareholders of CID other than the Company
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Taiwan”	The Republic of China
“Transaction”	the proposed investment of US\$3 million by the Company to subscribe for shares of CID

“US\$” US dollars, the lawful currency of the United States of America

“%” per cent.

For the purpose of this announcement, all amounts denominated in US\$ have been translated (for information only) into HK\$ using the exchange rate of US\$1.00:HK\$7.80. Such translation shall not be construed as a representation that amounts of US\$ were or may have been converted.

By Order of the Board
Mayer Holdings Limited
Lai Yueh-hsing
Chairman

Hong Kong, 13 June 2008

As at the date of this announcement, the executive directors of the Company are Mr. Lai Yueh-hsing, Mr. Lo Haw, Mr. Cheng Dar-terng, Mr. Chiang Jen-chin, Dr. Lin Meng-chang and Mr. Lu Wen-yi; the non-executive directors of the Company are Mr. Hsiao Ming-Chih and Mr. Huang Chun-fa; and the independent non-executive directors of the Company are Mr. Lin Sheng-bin, Mr. Huang Jui-hsiang and Mr. Alvin Chiu respectively.

* *For identification purpose only.*