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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)

## APPOINTMENT OF DIRECTORS

The board (“**Board**”) of directors (“**Director**”) of Mayer Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 14 June 2010,

1. Mr. Cheng Koon Cheung (“Mr. Cheng”) has been appointed as executive Director to the Company;
2. Mr. Chan Kin Sang (“Mr. Chan”) has been appointed as non-executive Director to the Company; and
3. Mr. Peter V. T. Nguyen (“Mr. Nguyen”) has been appointed as independent non-executive Director as well as a member of Audit Committee to the Company.

Mr. Cheng Koon Cheung, aged 44, has years of experience and possesses extensive knowledge in area of corporate planning and market development. He is also familiar with sales and marketing networks of coal industry. He was an executive Director of Dynamic Energy Holdings Limited, a company listed on the Main Board of the Stock Exchange, from May 2006 to April 2010. He was also an independent non-executive Director of M Dream Inworld Limited, a company listed on the Growth Enterprise Market in 2001-2003 and an executive Director of China Golden Development Holdings Limited, a company listed on the Main Board of the Stock Exchange in 2005-2006. Save as disclosed above, Mr. Cheng was not a director of any listed companies at any time during the previous three years immediately preceding the date of this announcement.

There is a service agreement entered into between Mr. Cheng and the Company for a term of 1 year commencing on 14 June 2010 and shall continue thereafter unless and until terminated by not less than 1 month’s prior notice in writing. Mr. Cheng is entitled to a director fee of HK\$240,000 per annum. He is subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the articles of association of the Company.

\* *For identification purpose only*

Mr. Chan Kin Sang, aged 58, has been a practicing solicitor in Hong Kong since 1982 and is currently the sole proprietor of Messrs. Peter K.S. Chan & Co., Solicitors and Notaries. Mr. Chan was admitted as a notary public in 1997 and a China-appointed attesting officer in 2000. He is currently acts as independent non-executive Director of three Singapore listed companies, namely People's Food Holdings Limited, Sunray Holdings Limited, Luxking Group Holdings Limited and acts as non-executive Director of one Singapore listed company, Pan Hong Property Group Limited. Mr. Chan also acts as independent non-executive Director of four Hong Kong listed companies, namely Dynamic Energy Holdings Limited, Goldmond Holdings Limited China Precious Metal Resources Holdings Co., Limited and International Taifeng Holdings Limited. He was formerly an independent non-executive Director of New Smart Energy Group Limited, a Hong Kong listed company and that of CHT (Holdings) Limited, a Singapore listed company. During the period from 1 November 2007 to 20 August 2008, he was an independent non-executive director of Plus Holdings Limited, a Hong Kong listed company and engaged in the business of information technology. He was appointed as an independent non-executive Director to sit on the audit committee during the period when the trading of the shares of Plus Holdings Limited was suspended due to an outstanding petition for winding up commenced on 15 November 2006 for an outstanding amount of US\$900,000 and a provisional liquidator was appointed. The winding up petition was however dismissed and the provisional liquidator was discharged on 20 August 2008. Mr. Chan is fully aware of his obligations, and the time required to discharge his responsibilities as a non-executive Director. Since Mr. Chan's directorships with other companies are mostly non-executive in nature, and will not involve in the day-to-day operation and management of our Company as a non-executive Director, Mr. Chan confirms and we consider that Mr. Chan shall have sufficient time to discharge his responsibilities as a non-executive Director. Save as disclosed above, Mr. Chan was not a director of any listed companies at any time during the previous three years immediately preceding the date of this announcement.

There is a service agreement entered into between Mr. Chan and the Company for a term of 1 year commencing on 14 June 2010 and shall continue thereafter unless and until terminated by not less than 1 month's prior notice in writing. Mr. Chan is entitled to a director fee of HK\$360,000 per annum. He is subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the articles of association of the Company.

Mr. Peter V. T. Nguyen, aged 66, is a senior counsel and was called to the Bar in England by the Honourable Society of the Middle Temple in 1970. He was the assistant crown counsel and crown counsel in the Legal Department of Hong Kong during the period from August 1970 to November 1974 and was in private practice as a Barrister in Hong Kong for approximately twenty years. Mr. Nguyen was appointed as Director of Public Prosecutions in the Legal Department of Hong Kong during the period from July 1994 to October 1997 and he was the first and only Chinese to hold such position. Mr. Nguyen was appointed as a Queen's Counsel in 1995 and was the Judge of the Court of First Instance of the High Court, Hong Kong from February 1998 to April 2009.

Mr. Nguyen obtained the approval from the relevant department of the Government of Hong Kong Special Administrative Region of the People's Republic of China for his appointment as an independent non-executive Director of the Company. The Company considers that the appointment of Mr. Nguyen as an independent non-executive Director of the Company would have a positive effect on the operation and management of the Company. Save as disclosed above, Mr. Nguyen was not a director of any listed companies at any time during the previous three years immediately preceding the date of this announcement.

There is a service agreement entered into between Mr. Nguyen and the Company for a term of 1 year commencing on 14 June 2010 and shall continue thereafter unless and until terminated by not less than 1 month's prior notice in writing. Mr. Nguyen is entitled to a director fee of HK\$150,000 per annum. He is subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the articles of association of the Company.

Save as disclosed above, (i) Mr. Cheng, Mr. Chan and Mr. Nguyen did not hold any position with the Group; (ii) as at the date of this announcement, Mr. Cheng, Mr. Chan and Mr. Nguyen did not have any interest in the shares and underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (iii) they did not have any relationship with any Directors, senior management, and substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules")) or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) there are no further information relating to the appointment of Mr. Cheng, Mr. Chan and Mr. Nguyen that should be disclosed pursuant to any requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are also no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Cheng, Mr. Chan and Mr. Nguyen for their joining the Board.

By order of the Board  
**Mayer Holdings Limited**  
**Hsiao Ming-chih**  
*Chairman*

Hong Kong, 14 June 2010

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