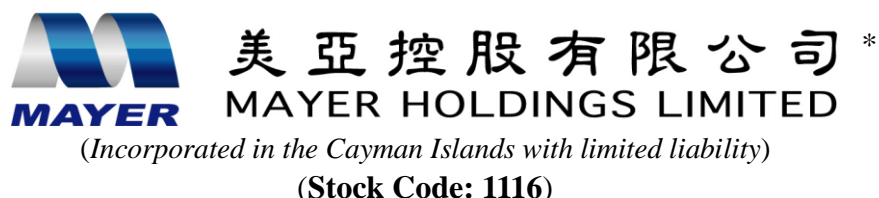


Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



THIRD DELISTING STAGE AND RESUMPTION CONDITIONS

Reference is made to the announcement of Mayer Holdings Limited (the “**Company**”) dated 24 November 2016 (the “**Announcement**”) in relation to, among other matters, the Second Delisting Stage. Capitalized terms used herein shall bear the same meanings as defined in the Announcement unless otherwise stated.

THIRD DELISTING STAGE AND RESUMPTION CONDITIONS

By a fax dated 2 June 2017 (the “**Fax**”) issued by the Stock Exchange to the Company stating that: (i) the Second Delisting Stage expired on 23 May 2017 and the Company has not submitted any resumption proposal; and (ii) the Listing Department of the Stock Exchange (the “**Listing Department**”) decided to place the Company into the third delisting stage under Practice Notice 17 to the Listing Rules.

Pursuant to the Fax, the third delisting stage shall commence on 14 June 2017 and shall expire at the end of six months (i.e. 13 December 2017).

The Company should provide a viable resumption proposal to the Listing Department at least 10 business days before the third delisting stage expires (i.e. 28 November 2017) to demonstrate that the Company has sufficient operations or assets as required under Rule 13.24.

The Company must also:

- (i) demonstrate that the Company has sufficient operations or value of assets under Rule 13.24;
- (ii) publish all outstanding financial results and address any audit qualifications;

** For identification purposes only*

- (iii) demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems to meet obligations under the Listing Rules; and
- (iv) inform the market about all material information of the Company.

The Stock Exchange may modify any of the above conditions and/or impose further resumption conditions if necessary.

If the Company fails to submit a viable resumption proposal by the end of the third delisting stage, the Company's listing will be cancelled.

In order to submit a viable resumption proposal to the Stock Exchange and comply with the aforesaid resumption conditions, the Company still endeavors to resume the control of its subsidiary, Guangzhou Mayer Corporation Ltd., while actively seeking potential projects. Should there be any material developments, the Company will update shareholders of the Company and potential investors as and when appropriate.

CONTINUED SUSPENSION OF TRADING IN THE SHARES

Trading in the shares of the Company has been suspended since 9 January 2012 and will continue to be suspended until further notice.

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

Hong Kong, 2 June 2017

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Lee Kwok Leung, Mr. Xu Lidi and Mr. Lin Jinhe; one non-executive Director, namely Mr. Xia Liangbing; and three independent non-executive Directors, namely Mr. Lau Kwok Hung, Mr. Ng Cheuk Lun and Mr. Deng Shimin.