美亞控股有限公司*
MAYER HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1116)

Form of proxy for use at the extraordinary general meeting convened by Bumper East Limited and Capital Wealth Finance Company Limited in accordance with the articles of association of the Company to be held at 17th Floor, The Broadway, 54–62 Lockhart Road, Wanchai, Hong Kong at 11:00 a.m. on 9 October 2014

I/We *(note 1)* _____

of _____ being the registered holder(s)

of *(note 2)* _____ shares of HK$0.10 each in the share capital of Mayer Holdings Limited

(the "**Company**"), HEREBY APPOINT *(note 3)* _____

of _____

to act as my/our proxy/proxies at the extraordinary general meeting of the Company to be held at 17th Floor, The Broadway, 54–62 Lockhart Road, Wanchai, Hong Kong at 11:00 a.m. on 9 October 2014 (the "**Meeting**") (and at any adjournment thereof) for the purposes of considering and, if thought fit, passing, with or without modification, the resolutions set out in the notice convening the Meeting (the "**Notice**") and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated and any resolutions properly put to the Meeting, or if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	**FOR** *(note 4)*	**AGAINST** *(note 4)*
1.	To appoint Mr. Lee Kwok Leung as an Executive Director of the Company		
2.	To remove Mr. Lai Yueh-hsing from his position as a Director of the Company		
3.	To appoint Mr. Lee Kwok Leung as the Chairman of the Company in replacement of Mr. Lai Yueh-hsing		

Date this _____ day of _____ 2014 Signature *(note 7)* _____

Notes:

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. A member entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and, on poll, vote on his behalf. A proxy need not be a member of the Company.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST"**. Failure to complete any or all the box will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her direction on any resolution properly put to the Meeting other than those set out in the Notice convening the Meeting.
5. To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for the Meeting (or at any adjournment thereof).
6. Where there are joint holders of any shares of the Company, any one of such persons may vote at the Meeting either personally, or by proxy, in respect of such shares of the Company as if he were solely entitled thereto, and if more than one of such joint holders are present at the Meeting personally or by proxy, the joint holder whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote.
7. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its seal or under the hand of an officer, attorney or other person duly authorised.
8. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Meeting (or at any adjournment thereof) and in such event, the form of proxy shall be deemed to be revoked.

* *For identification purposes only*