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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)**

## **RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that the ordinary resolutions in relation to the Trading Agreements and the transactions contemplated thereunder, and the annual caps for the Trading Transactions were duly approved by the Independent Shareholders by way of poll at the EGM.

Reference is made to the circular dated 3 June 2009 issued by the Company in relation to the continuing connected transactions for the Company constituted by the Trading Agreements and the transactions contemplated thereunder, and the annual caps for the Trading Transactions (the “**Circular**”). Capitalized terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

### **RESULTS OF THE EGM**

The Board is pleased to announce that the ordinary resolutions in relation to the Trading Agreements and the transactions contemplated thereunder, and the annual caps for the Trading Transactions were duly approved by the Independent Shareholders by way of poll at the EGM on 19 June 2009.

As at the date of the EGM, a total number of 576,000,000 Shares were in issue. As stated in the Circular, Taiwan Mayer is the ultimate controlling Shareholder and has material interests in the Trading Agreements, Taiwan Mayer and its associates, which are interested in a total of 300,000,000 Shares (representing approximately 52.08% of the Company’s existing issued share capital as at the date of the EGM), are required to abstain from voting on the ordinary resolutions approving the Trading Agreements and the transactions contemplated thereunder, and the annual caps for the Trading Transactions at the EGM. Furthermore, there was no Share entitling the Shareholders to attend and vote only against the aforementioned resolutions.

Computershare Hong Kong Investor Services Limited, being the share registrar of the Company, was appointed as the scrutineer at the EGM for the purpose of vote taking.

The poll results in respect of the resolutions which were passed by the Independent Shareholders at the EGM were as follows:

Ordinary resolutions	For		Against	
	Number of Shares	%	Number of Shares	%
1. (a) To approve the purchase agreement dated 22 May 2009 as set out in ordinary resolution no. 1(a) in the notice of the EGM.	58,804,000	100	0	0
(b) To approve the sale agreement dated 22 May 2009 as set out in ordinary resolution no. 1(b) in the notice of the EGM.	58,804,000	100	0	0
(c) To approve the proposed annual caps for the purchase transactions in relation to the transactions contemplated under the purchase agreement as set out in ordinary resolution no. 1 (c) in the notice of the EGM.	58,804,000	100	0	0
(d) To approve the proposed annual caps for the sale transactions in relation to the transactions contemplated under the sale agreement as set out in ordinary resolution no. 1 (d) in the notice of the EGM.	58,804,000	100	0	0
(e) To approve any one director of the Company be and is hereby authorised to do all such and things on behalf of the Company as they may consider necessary or expedient in his absolute discretion to implement the purchase agreement and the sale agreement or any matters contemplated thereunder, as set out in ordinary resolution no. 1 (e) in the notice of the EGM.	58,804,000	100	0	0

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

Hong Kong, 19 June 2009

*As at the date of this announcement, the executive directors of the Company 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 of the Company is 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.*

*This announcement will remain on the "Latest Company Announcements" page of the website of the Stock Exchange and the website of the Company for at least 7 days from the date of its posting.*

\* For identification purpose only.