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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)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 30 APRIL 2011**

The Board is pleased to announce that the ordinary resolution proposed for approving the Acquisition Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll at the EGM held on 30 April 2011.

Reference is made to the circular of Mayer Holdings Limited dated 13 April 2011 (the “**Circular**”) and the notice of the extraordinary general meeting held on 30 April 2011 in relation to the Acquisition Agreement and the transactions contemplated thereunder. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that at the EGM held on 30 April 2011, the ordinary resolution approving the Acquisition Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll. As at the date of the EGM, there were a total of 691,200,000 Shares in issue and no Shareholders were required to abstain from voting on the ordinary resolution at the EGM under the Listing Rules. No Shareholders were entitled to attend and vote only against the resolution at the EGM.

\* *For identification purpose only*

Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote taking. The poll result in respect of the resolution is as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve the Acquisition Agreement and all transactions contemplated thereunder, which shall include but not limited to the issue of the Convertible Bonds and the Conversion Shares which may fall to be issued thereunder, the Promissory Notes and the Consideration Shares; and to authorize the directors to do all things necessary for the implementation of the aforesaid.	390,012,000 (100%)	Nil (0%)

The percentage of voting above is based on the total number of Shares voted at the EGM. As more than 50% of the votes were cast in favour of the resolution, the above resolution was duly passed.

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

Hong Kong, 30 April 2011

*As at the date of this announcement, the executive Directors are Messrs. Hsiao Mingchih, Lai Yueh-hsing, Chiang Jen-chin, Lu Wen-yi and Cheng Koon Cheung; the nonexecutive Directors are Messrs. Chan Kin Sang, Chen Guoxiang and Li Deqiang; and the independent non-executive Directors are Messrs. Lin Sheng-bin, Huang Jui-hsiang, Alvin Chiu and Peter V.T. Nguyen respectively.*