

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.



美亞控股有限公司*

MAYER HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1116)

TERMINATION OF THE PLACING AGREEMENT

Reference is made to the announcements of Mayer Holdings Limited (the “**Company**”) dated 8 February 2012 and 1 March 2012 (the “**Announcements**”) relating to the Placing of New Shares and the announcement dated 28 February 2012 in relation to the voluntary conditional cash offer by Roofer Securities Limited on behalf of Mr. Wang for all the issued shares of the Company and all outstanding convertible notes of the Company (other than those already owned or agreed to be acquired by him and parties acting in concert with him) (the “**Voluntary Cash Offer**”). Capitalized terms used in this announcement shall have the same meanings as defined in the Announcements unless defined otherwise.

Having considered a number of facts including the trading of the shares of the Company being suspended since 9 January 2012, the Voluntary Cash Offer and the recent market conditions, the Company and the Placing Agent have mutually agreed to terminate the Placing Agreement on 21 March 2012 and all rights, obligations and liabilities of the parties under the Placing Agreement in relation to the Placing shall have ceased and terminated from 21 March 2012.

SUSPENSION OF TRADING

Trading in the Shares has been suspended since 9:00 a.m. on 9 January 2012, and it will remain suspended pending the release of an announcement by the Company.

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

Hong Kong, 21 March 2012

The Directors (except for Mr. Xue Wenge, Mr. Li Deqiang and Mr. Lam Chun Yin on the basis that they have a material conflict of interest) jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the Board comprises five executive directors, namely Mr. Hsiao Ming-chih, Mr. Lai Yueh-hsing, Mr. Chiang Jen-chin, Mr. Lu Wen-yi, and Mr. Xue Wenge; two non-executive directors, namely Mr. Li Deqiang and Mr. Lam Chun Yin; and three independent non-executive directors, namely Mr. Lin Sheng-bin, Mr. Huang Jui-hsiang and Mr. Alvin Chiu.

** For identification purposes only.*