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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)

**(1) APPOINTMENT OF EXECUTIVE DIRECTOR; AND
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTORS**

APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Mayer Holdings Limited (the “**Company**”) announces that with effect from 9 November 2021, Mr. Xiao Libo (“**Mr. Xiao**”) has been appointed as an executive Director of the Company.

The biographical details of Mr. Xiao are set out below:

Mr. Xiao, aged 45, graduated from Jiangxi University of Technology, majoring in business administration. Mr. Xiao has worked in different types of companies for more than 20 years, including Legend Holdings Corporation, Shenzhen Qunlixin Industrial Company Ltd.*, Anno (Shenzhen) Innovation Technology Company Limited* and Shenzhen Ruiyuan Power Technology Company Limited*. He has many years of experience in sales, operation and management.

Mr. Xiao is appointed by way of a letter of appointment for an initial term of one year commencing from 9 November 2021, which is automatically renewable for successive term of one year each commencing from the expiry of the then current term of appointment, subject to termination by either party by serving notice to the other party in writing. He is subject to retirement and re-election at the forthcoming annual general meeting of the Company and thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. The remuneration of Mr. Xiao will be determined by the Board at a later stage.

Save as disclosed above, as at the date of this announcement, Mr. Xiao does not (i) hold any other position with the Company or its subsidiaries or other major appointments and professional qualifications; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”)); and (iv) have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Save as disclosed above, there are no other matters relating to appointment of Mr. Xiao that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that Dr. Cheung Ka Yue (“**Dr. Cheung**”), Mr. Wong Chi Kin (“**Mr. Wong**”) and Mr. Chan Chun Kit (“**Mr. Chan**”) have been appointed as independent non-executive Director, all with effect from 9 November 2021.

The biographical details of Dr. Cheung, Mr. Wong and Mr. Chan are set out below:

Dr. Cheung

Dr. Cheung, aged 49, has over 20 years of experience in investment, business administration and commercial developments. He holds a doctoral degree in business administration, a master degree in laws, a master degree in professional accountancy, and a bachelor degree in accounting. He is a practicing accountant in Hong Kong. Dr. Cheung holds a directorship in various companies. He currently acts as a director of Guangzhou Debao 3D Technology Limited, a company established in the People's Republic of China, and Masters Alliance in Supersearch Plc, a company incorporated in the United Kingdom.

Mr. Wong

Mr. Wong, aged 48, has 25 years of accounting, banking and finance experience with commercial banks and investment banks (including ING Bank, UBS and Morgan Stanley) as well as various listed companies in Hong Kong and the UK. Mr. Wong obtained a Bachelor of Science (Honours) degree in Finance from the City University of Hong Kong in December 1996, a Certificate in Consecutive Interpretation: Putonghua/English from The School of Professional and Continuing Education of The University of Hong Kong in March 2001, a Master's degree in Practising Accounting from The Monash University, Australia in November 2001, and a Master of Business Administration degree (Executive MBA Programme) from The Chinese University of Hong Kong in December 2010 (Dean's list: 2009/2010). Mr. Wong is a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of CPA Australia and an associate member of The Hong Kong Institute of Directors.

Mr. Wong was appointed as an independent non-executive director of Tsui Wah Holdings Limited (Stock Code: 1314) from 5 November 2012 to 31 October 2016 and was re-designated as a non-executive director on 1 November 2016 till now. Mr. Wong was the chief financial officer of Orient Victory Travel Group Company Limited (formerly known as Orient Victory China Holdings Limited) ("**Orient Victory**") (Stock Code: 265) between October 2014 and October 2018.

Prior to joining Orient Victory, Mr. Wong held various positions at China Qinfa Group Limited (Stock Code: 866) including (i) the deputy chief financial officer (from April 2011 to September 2011); (ii) the chief financial officer (from September 2011 to October 2014); and (iii) the company secretary and an authorised representative (from July 2011 to August 2014).

In addition, Mr. Wong has been appointed as a non-executive director of Asiaray Media Group Limited (stock code: 1993) and an independent non-executive director of Forgame Holdings Limited (stock code: 484) since 24 March 2017 and 27 April 2020 respectively. The shares of each of the above companies are listed on the Stock Exchange.

Mr. Wong was also an independent non-executive director and the chairman of the independent board committee of Shenzhou Space Park Group Limited (formerly known as China Household Holdings Limited) (Stock Code: 692) (“**Shenzhou Space**”) during the period from July 2018 to July 2019, mainly responsible for providing independent advice to Shenzhou Space on the resumption proposal and various issues. The listing of Shenzhou Space’s shares has been cancelled with effect from 9:00 am on 10 December 2019 under Rule 6.01A of the Listing Rules. For details of the cancellation, please refer to the announcement of Shenzhou Space dated 9 December 2019.

Mr. Chan

Mr. Chan, aged 36, graduated from the University of Exeter with a Bachelor Degree in Business Studies (major in Finance and Economics) in 2009. Mr. Chan was the compliance director of Supreme China Securities Limited, a licensed corporation to conduct type 1(dealing in securities) regulated activity under the SFO, from August 2014 to June 2016.

He was the Responsible Officer of OX Financial Securities Limited, a licensed corporation to conduct type 1 (dealing in securities) regulated activity under the SFO from 15 December 2016 to 15 March 2017. He was the director of VisTreasure Asset Management Limited, a licensed corporation to conduct type 4 (advising on securities) and type 9 (asset management) regulated activity under the SFO from 2017 until 2019.

Mr. Chan had been an independent non-executive director and non-executive director of Echo International Holdings Group Limited (Stock Code: 8218), the shares of which are listed on the GEM of the Stock Exchange for the period from 30 January 2015 to 9 March 2015 and from 9 March 2015 to 31 March 2020 respectively.

Each of Dr. Cheung, Mr. Wong and Mr. Chan is appointed by way of a letter of appointment for an initial term of one year commencing from 9 November 2021, which is automatically renewable for successive term of one year each commencing from the expiry of the then current term of appointment, subject to termination by either party by serving notice to the other party in writing. Dr. Cheung, Mr. Wong and Mr. Chan will be subject to retirement and re-election at the forthcoming annual general meeting of the Company and thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. The remuneration of Dr. Cheung, Mr. Wong and Mr. Chan will be determined by the Board at a later stage.

As at the date of this announcement, save as disclosed above, to the best knowledge, information and belief of the Board having made reasonable enquiry, each of Dr. Cheung, Mr. Wong and Mr. Chan is independent from and not related to the Company or its connected persons including its Directors, substantial shareholders (as defined under the Listing Rules) or their respective associates (as defined under the Listing Rules). Each of Dr. Cheung, Mr. Wong and Mr. Chan has confirmed that he fulfills the independence requirements under Rule 3.13 of the Listing Rules and is not aware of any other circumstances that will undermine his independence to act as an independent non-executive Director.

Save as disclosed above, each of Dr. Cheung, Mr. Wong and Mr. Chan (i) has not served in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other positions in the Company or any of its subsidiaries; (iii) does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company; and (iv) does not have any interest in shares of the Company within the meaning of Part XV of the SFO. Each of Dr. Cheung, Mr. Wong and Mr. Chan has also confirmed that there is no other information relating to his appointment which is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its welcome to Mr. Xiao, Dr. Cheung, Mr. Wong and Mr. Chan for joining the Board.

By order of the Board
Mayer Holdings Limited
Xu Lidi
Chairman and Executive Director

Hong Kong, 9 November 2021

As at the date hereof, the Board comprises five executive Directors, namely, Mr. Xu Lidi, Mr. Lee Kwok Leung, Mr. Zhou Shi Hao, Mr. Chen Zhirui and Mr. Xiao Libo; one non-executive Director, namely, Mr. Wang Dongqi; and six independent non-executive Directors, namely, Mr. Lau Kwok Hung, Mr. Cheung, Eddie Ho Kuen, Dr. Li Yutong, Dr. Cheung Ka Yue, Mr. Wong Chi Kin and Mr. Chan Chun Kit.

* *For identification purpose only*