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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) RE-DESIGNATION OF DIRECTOR; AND  
(2) NON-COMPLIANCE WITH RULE 3.10A OF  
THE LISTING RULES**

**RE-DESIGNATION OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Mayer Holdings Limited (the “**Company**”) hereby announces that Dr. Cheung Ka Yue (“**Dr. Cheung**”) has been re-designated as a non-executive Director with effect from 30 November 2021.

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. Dr. Cheung is a director of Bamian Pte Ltd, which is a wholly-owned subsidiary of the Company.

Dr. Cheung is appointed by way of a letter of appointment for an initial term of one year commencing from 30 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 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 will be determined by the Board at a later stage.

Save as disclosed above, as at the date of this announcement, Dr. Cheung 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 “**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).

Save as disclosed above, there are no other matters relating to the re-designation of Dr. Cheung 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.

The Board would like to take this opportunity to express its warm welcome to Dr. Cheung for his new position.

## **NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES**

Following the re-designation of Dr. Cheung, the number of independent non-executive Directors falls short of the minimum number required under Rule 3.10A of the Listing Rules, which requires the number of independent non-executive directors representing at least one-third of the Board. The Company is endeavoring to identify suitable candidates for appointment as new independent non-executive Director as soon as practicable and in any event within three months from the date of this announcement. Further announcement will be made by the Company in relation to such appointment as and when appropriate.

By order of the Board  
**Mayer Holdings Limited**  
**Lee Kwok Leung**  
*Executive Director*

Hong Kong, 30 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; four non-executive Directors, namely, Mr. Wang Dongqi, Mr. Lam Chung Chak, Ms. Cheng Bo Kei Peggy and Dr. Cheung Ka Yue; and four independent non-executive Directors, namely, Mr. Lau Kwok Hung, Dr. Li Yutong, Mr. Wong Chi Kin and Mr. Chan Chun Kit.*

*\* For identification purpose only*