

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)

**MAJOR AND CONNECTED TRANSACTION –
EXTENSION OF LONG STOP DATE
AND
FURTHER DELAY IN DESPATCH OF CIRCULAR**

Financial Adviser to the Company

VEDA | CAPITAL
智略資本

**Independent Financial Adviser to the Independent Board Committee and
the Independent Shareholders**



References are made to (i) the announcement of the Company dated 11 March 2022 (the “**Announcement**”) in relation to the Supplemental Agreement for the extension of time for, among other things, the Target Company to meet the Target Profit Level for 18 months; and (ii) the announcements of the Company dated 1 April 2022, 29 April 2022, 1 June 2022 and 14 July 2022 in relation to the delay in despatch of a circular (the “**Circular**”). Capitalised terms used herein shall have the same respective meanings as those defined in the Announcement unless the context otherwise requires.

* For identification purpose only

EXTENSION OF LONG STOP DATE

Pursuant to the Supplemental Agreement, completion of the transactions contemplated under the Supplemental Agreement is conditional upon the fulfillment of the condition precedent to the Supplemental Agreement on or before 31 July 2022 (the “**Long Stop Date**”).

As additional time is required for the fulfillment of the condition precedent to the Supplemental Agreement, on 29 July 2022 (after the securities dealing hours of the Stock Exchange), the Purchaser, the Vendor, the Guarantor and the Company entered into the second supplemental agreement (the “**Second Supplemental Agreement**”), pursuant to which the Long Stop Date shall be extended to 31 July 2023. Save as disclosed above, all other terms and conditions of the Supplemental Agreement remain unchanged and shall continue in full force and effect.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the announcement of the Company dated 14 July 2022, the Circular containing, among other things, further details of the Supplemental Agreement, the recommendation of the Independent Board Committee, the advice of the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, and a notice of the EGM will be despatched to the Shareholders on or before 31 July 2022. As additional time is required to finalise certain information in the Circular, the despatch date of the Circular is expected to be postponed to a date falling on or before 31 October 2022.

By order of the Board
Mayer Holdings Limited
Lee Kwok Leung
Chairman and executive Director

Hong Kong, 29 July 2022

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Lee Kwok Leung (Chairman), Mr. Zhou Shi Hao, Mr. Chen Zhirui, Mr. Xiao Libo (Chief Executive Officer) and Dr. Cheung Ka Yue; one non-executive Director, namely Mr. Lam Chung Chak; and three independent non-executive Directors, namely Mr. Lau Kwok Hung, Mr. Chan Chun Kit and Mr. Lu Jianping.