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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 8 NOVEMBER 2023
AND
REMOVAL OF DIRECTORS**

Both of the Proposed Resolutions were duly passed by the Shareholders by way of poll at the EGM.

Reference is made to the circular of Mayer Holdings Limited (the “**Company**”) dated 20 October 2023 (the “**Circular**”) with the inclusion of the notice of the extraordinary general meeting of the Company of the same date (the “**Notice**”), which has been held on 8 November 2023. Unless the context otherwise requires, terms used in this announcement shall have the same respective meanings as those defined in the Circular.

The Board hereby announces that both of the proposed ordinary resolutions as set out in the Notice (the “**Proposed Resolutions**”) were duly passed by the Shareholders by way of poll at the EGM.

Shareholders’ Voting Rights

As at the date of the EGM, there were (i) 2,158,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the EGM and (ii) no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the EGM under the Listing Rules.

None of the Shareholders were required under the Listing Rules to abstain from voting on the Proposed Resolutions at the EGM. None of the Shareholders have stated in the Circular their intention to vote against or abstain from voting on any of the Proposed Resolutions at the EGM.

* For identification purpose only

Scrutineer And Its Scope Of Work

Cheng & Cheng Limited (“**Cheng & Cheng**”), an external accounting firm which is qualified to serve as the Company’s independent auditor, was appointed and acted as the scrutineer for the vote-taking at the EGM.

The poll results were subject to scrutiny by Cheng & Cheng whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to the poll forms collected and provided by the Company to Cheng & Cheng. The work performed by Cheng & Cheng in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include the provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

Poll Results

The poll results of the Proposed Resolutions were as follows:

Ordinary Resolutions		Number of Votes and Approximate Percentage Based on Total Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
1.	To remove Mr. Zhou Shi Hao as a director of the Company with immediate effect upon passing of this resolution.*	462,567,050 (53.01%)	410,000,000** (46.99%)	872,567,050
2.	To remove Mr. Chen Zhirui as a director of the Company with immediate effect upon passing of this resolution.*	462,567,050 (53.01%)	410,000,000** (46.99%)	872,567,050

* Please refer to the Notice for the full text of the Proposed Resolutions.

** The Company disputes the validity of the votes of Harbour Prestige International Limited (“**Harbour Prestige**”), being 410,000,000 votes against the Proposed Resolutions and counted towards the total number of votes cast. In essence, 410,000,000 Shares registered under the name of Harbour Prestige (the “**Escrow Shares**”) were held in escrow by an escrow agent pursuant to an escrow agreement dated 26 November 2019 (the “**Agreement**”). According to the terms of the Agreement, until the Escrow Shares are released by the escrow agent to Harbour Prestige, neither Harbour Prestige nor its representatives are permitted to exercise any rights attached and pertaining to the Escrow Shares, including but not limited to the right to attend and vote and appoint proxies to attend and vote at any Shareholders’ meetings. The Company is currently seeking legal advice on this matter and will issue supplemental announcement(s) to provide updates on the progress as and when appropriate.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, both of the Proposed Resolutions were duly passed.

Removal of Directors

Mr. Zhou Shi Hao and Mr. Chen Zhirui have been removed as executive Directors with immediate effect upon the passing of the Proposed Resolutions.

Directors' Attendance Record

The attendance record of the Directors at the EGM was as follows:

- the executive Directors Mr. Lee Kwok Leung (*Chairman*) and Dr. Cheung Ka Yue and an independent non-executive Director Mr. Lau Kwok Hung have attended in person; and
- an executive Director Mr. Xiao Libo (*Chief Executive Officer*) and an independent non-executive Director Mr. Lu Jianping have attended by electronic means.

For and on behalf of the Board
Mayer Holdings Limited
Lee Kwok Leung
Chairman and Executive Director

Hong Kong, 8 November 2023

As at the date and time of this announcement, the Board comprises three executive Directors, namely Mr. Lee Kwok Leung (Chairman), 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 Messrs. Lau Kwok Hung, Chan Chun Kit and Lu Jianping.