

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)

ANNOUNCEMENT

WRIT OF SUMMONS ISSUED BY THE COMPANY

Reference is made to the announcements of Mayer Holdings Limited (“Company”) dated 12 November 2010, 30 April 2011 and 9 May 2011 respectively and the circular of the Company dated 13 April 2011 in relation to the Company’s acquisition of the entire equity interest in Yield Rise Limited (“Yield Rise”) from Make Success Limited (“Make Success”) pursuant to an acquisition agreement dated 8 November 2010 and a supplemental agreement dated 31 March 2011 (“Agreement”). Yield Rise is a company incorporated in the British Virgin Islands and controls the right to develop a designated port and certain real estate projects in Vietnam (“Property”).

The Company wishes to announce that on 12 January 2012 it has issued a writ of summons in the Court of First Instance of the High Court of Hong Kong claiming against Make Success for breach of the Agreement and misrepresentations made by Make Success pursuant to the Misrepresentation Ordinance.

The Company claims against Make Success for the following relief:

1. damages;
2. rescission of the Agreement;
3. repayment of HK\$100,000,000 being made by the Company to Make Success under the Agreement;
4. an injunction to restrain Make Success from disposing of or procuring any person to dispose of, dealing with, or diminishing the value of its assets, whether in its own name or not, and whether solely or jointly owned, in particular:
 - (a) 236,363,636 issued shares in the Company;

* *For identification purpose only*

- (b) HK\$90,000,000 5% Convertible Note issued by the Company to Make Success on 9 May 2011; and
 - (c) Promissory Note of HK\$300,000,000 issued by the Company in favour of Make Success dated 9 May 2011;
5. An account of profits (if any) derived by Make Success from the Property and an order for payment of such profits;
 6. costs;
 7. interest; and/or
 8. further and/or other relief.

The Company will keep the shareholders and the public informed of any material development in connection with the above action by way of further announcement(s) as and when appropriate.

By order of the Board
Mayer Holdings Limited
Hsiao Ming-chih
Chairman

Hong Kong, 16 January 2012

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.