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**CHINACHEM GROUP**

**華懋集團**

**SOLUTION BRIDGE LIMITED**

*(incorporated in the British Virgin Islands with limited liability)*



**ENM HOLDINGS LIMITED**

**安寧控股有限公司**

*(incorporated in Hong Kong with limited liability)*  
**(Stock Code: 128)**

## **JOINT ANNOUNCEMENT**

# **DELAY IN DESPATCH OF THE SCHEME DOCUMENT RELATING TO THE PROPOSAL FOR THE PRIVATISATION OF ENM HOLDINGS LIMITED BY SOLUTION BRIDGE LIMITED BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 673 OF THE COMPANIES ORDINANCE**

*Exclusive Financial Adviser to  
the Offeror*

**ALTUS CAPITAL LIMITED**

*Independent Financial Adviser to the  
Independent Board Committee*

**OPTIMA  
CAPITAL**  
**Optima Capital Limited**

Reference is made to the announcement jointly issued by ENM Holdings Limited (the “**Company**”) and Solution Bridge Limited (the “**Offeror**”) dated 2 June 2023 (the “**Joint Announcement**”) in relation to, among other matters, the proposal for the privatisation of the Company by the Offeror by way of a scheme of arrangement under Section 673 of the Companies Ordinance, the announcement jointly issued by the Company and the Offeror dated 21 June 2023 (the “**Delay in Despatch Announcement**”) in relation to delay in despatch of the Scheme Document, and the monthly update announcements jointly issued by the Company and the Offeror dated 21 July 2023 and 21 August 2023. Unless otherwise specified, capitalised terms used herein shall have the same respective meanings as defined in the Joint Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, unless the Executive’s consent is obtained, the Scheme Document containing, among other things, (a) further details of the Proposal and the Scheme; (b) an explanatory statement of the Scheme; (c) the expected timetable relating to the Proposal and the Scheme; (d) the letter from the Independent Board Committee containing its recommendations to the Scheme Shareholders in respect of the Proposal and the Scheme; (e) the letter of advice from the Independent Financial Adviser containing its advice to the Independent Board Committee in respect of the Proposal and the Scheme; (f) the property valuation report; and (g) notices of the Court Meeting and the EGM (including proxy forms relating to such meetings for use by the Scheme Shareholders), should normally be despatched to the Shareholders within 21 days of the Joint Announcement (in this case being on or before 23 June 2023) or such later date as the Executive may approve.

As stated in the Delay in Despatch Announcement, an application for consent was made to the Executive pursuant to Rule 8.2 of the Takeovers Code. The Executive subsequently granted its consent, for an extension of the latest date for the despatch of the Scheme Document to 31 August 2023.

Subsequent to the Delay in Despatch Announcement, the High Court has directed the hearing date for the application for leave to convene the Court Meeting (“**Hearing**”) on 30 August 2023. As additional time is required for the Company to prepare and finalise the Scheme Document following the Hearing, an application for consent to extend the time limit for the despatch of the Scheme Document has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code, and the Executive has granted its consent for an extension of the latest date for the despatch of the Scheme Document to 15 September 2023.

Further announcement(s) will be made by the Company and the Offeror as and when appropriate in compliance with the Takeovers Code upon despatch of the Scheme Document. A detailed timetable for the Proposal and the Scheme will be set out in the Scheme Document and in the announcement to be jointly issued by the Company and the Offeror upon the despatch of the Scheme Document.

**WARNING: Shareholders and/or potential investors should be aware that the implementation of the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. Shareholders and/or potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the sole director of  
**SOLUTION BRIDGE LIMITED**

**Milestone Management Limited**  
*Director*

By order of the Board of  
**ENM HOLDINGS LIMITED**  
安寧控股有限公司

**Penny Soh Peng CROSBIE-WALSH**  
*Executive Director and  
Chief Executive Officer*

Hong Kong, 29 August 2023

*As at the date of this joint announcement, the sole director of the Offeror is Milestone Management Limited, whose directors are Mr. Wong Hung Han and Mr. Tsang Tin For. The directors of Chime Corporation Limited, which is the ultimate parent company of the Offeror, are Mr. Choi Wun Hing, Donald, Mr. Wong Hung Han and Mr. Tsang Tin For.*

*The sole director of the Offeror, the directors of Milestone Management Limited together with the directors of Chime Corporation Limited, jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*As at the date of this joint announcement, the Executive Director of the Company is Mrs. Penny Soh Peng CROSBIE-WALSH (Chief Executive Officer), the Non-executive Directors of the Company are Mr. Hung Han WONG (Non-executive Chairman) and Mr. David Charles PARKER, and the Independent Non-executive Directors of the Company are Mr. Kin Wing CHEUNG, Mr. Kiu Sang Baldwin LEE, Mr. Ted Tak Tai LEE and Ms. Sarah Young O'DONNELL.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the sole director of the Offeror, the directors of Milestone Management Limited and the directors of Chime Corporation Limited) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*