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ENM HOLDINGS LIMITED
安寧控股有限公司

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

**SUPPLEMENTAL NOTICE OF
ANNUAL GENERAL MEETING**

Reference is made to the notice of annual general meeting dated 30 April 2010 (the "Notice") which set out the resolutions to be considered by shareholders at the annual general meeting to be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Wednesday, 2 June 2010 at 10:30 a.m. (the "AGM").

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will consider the following resolutions in addition to the resolutions set out in the Notice:

ORDINARY RESOLUTIONS

8. To elect Mr. David Kwok Kwei LO as Independent Non-executive Director.
9. To elect Mr. Chi Keung WONG as Independent Non-executive Director.

By order of the Board
ENM Holdings Limited
Joseph Wing Kong LEUNG
Chairman and Acting Chief Executive Officer

Hong Kong, 17 May 2010

Suites 3301-03, 33/F
Tower 2, Nina Tower
8 Yeung Uk Road
Tsuen Wan, New Territories
Hong Kong

As at the date of this notice, the Executive Directors are Mr. Joseph Wing Kong LEUNG (Chairman and Acting Chief Executive Officer), Mr. Raymond Siu Wing CHAN, Mr. Derek Wai Choi LEUNG and Mr. Wing Tung YEUNG, the Non-executive Directors are Mr. Raymond Wai Pun LAU and Mr. Raymond Shing Loong WONG, and the Independent Non-executive Directors are Dr. Cecil Sze Tsung CHAO, Dr. Jen CHEN and Mr. Ian Grant ROBINSON.

**EXPLANATORY NOTES TO THE SUPPLEMENTAL NOTICE
OF ANNUAL GENERAL MEETING**

Nomination of Directors

1. Subsequent to the despatch of the Notice, the board of directors of the Company (the “Board”) has received a written notice from a shareholder of the Company of its intention to propose resolutions for the election of Mr. David Kwok Kwei LO and Mr. Chi Keung WONG as Independent Non-executive Directors at the AGM.
2. Particulars of Mr. David Kwok Kwei LO and Mr. Chi Keung WONG are as follows:

Mr. David Kwok Kwei LO

Mr. David Kwok Kwei LO (“Mr. Lo”), aged 50, holds the degrees of Bachelor of Laws and Bachelor of Jurisprudence from University of New South Wales, Australia. He was admitted as a solicitor of the Supreme Court of New South Wales, Australia in 1984. He has been a member of The Law Society of Hong Kong since 1987. He has been practicing as a solicitor in Hong Kong for over 20 years and is a partner in a law firm, David Lo & Partners.

Mr. Lo is currently an independent non-executive director of each of Man Yue International Holdings Limited and eSun Holdings Limited, both companies whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

Mr. Lo was an independent non-executive director of Far East Consortium International Limited, a company whose shares are listed on the Main Board of the Stock Exchange.

Mr. Chi Keung WONG

Mr. Chi Keung WONG (“Mr. Wong”), aged 55, holds a master’s degree in business administration from the University of Adelaide in Australia. He is a fellow member of Hong Kong Institute of Certified Public Accountants, The Association of Chartered Certified Accountants and CPA Australia; an associate member of The Institute of Chartered Secretaries and Administrators and The Chartered Institute of Management Accountants. Mr. Wong is also a Responsible Officer for asset management, advising on securities and advising on corporate finance for Sinox Fund Management Limited under the Securities and Futures Ordinance of Hong Kong. Mr. Wong has over 33 years of experience in finance, accounting and management.

Mr. Wong was an executive director, the deputy general manager, group financial controller and company secretary of Yuexiu Property Company Limited (formerly known as Guangzhou Investment Company Limited), a company whose shares are listed on the Main Board of the Stock Exchange, for over ten years.

Mr. Wong is currently an independent non-executive director and a member of the audit committee of each of Asia Orient Holdings Limited, Asia Standard International Group Limited, Century City International Holdings Limited, China Nickel Resources Holdings Company Limited, China Ting Group Holdings Limited, First Natural Foods Holdings Limited (provisional liquidators appointed), FU JI Food and Catering Services Holdings Limited (provisional

liquidators appointed), Golden Eagle Retail Group Limited, Ngai Lik Industrial Holdings Limited, PacMOS Technologies Holdings Limited, Paliburg Holdings Limited, Regal Hotels International Holdings Limited and TPV Technology Limited, all of these companies whose shares are listed on the Main Board of the Stock Exchange.

Mr. Wong was as an independent non-executive director of each of Great Wall Motor Company Limited, a company whose shares are listed on the Main Board of the Stock Exchange and International Entertainment Corporation, a company whose shares are listed on the Growth Enterprise Market of the Stock Exchange.

Both Mr. Lo and Mr. Wong have not entered into any service contract with the Company. Mr. Lo or Mr. Wong, if elected, will be appointed as Independent Non-executive Directors with effect from the conclusion of the AGM. There is no specified term for their appointments save that their directorships with the Company are subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Articles of Association of the Company. Their emoluments will be determined by the Board with reference to the Group's remuneration policy.

As at 16 May 2010, being the latest practicable date prior to the printing of this supplemental notice (the "Latest Practicable Date"), both Mr. Lo and Mr. Wong do not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, (i) both Mr. Lo and Mr. Wong do not hold any other position with the Company or any of its subsidiaries nor did they hold a directorship in any other listed public company in the last three years preceding the Latest Practicable Date; (ii) both Mr. Lo and Mr. Wong do not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company (as respectively defined in The Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")); (iii) there is no information relating to Mr. Lo and Mr. Wong that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and (iv) there is no other matters concerning the election of Mr. Lo and Mr. Wong that needs to be brought to the attention of the shareholders of the Company.

Second Proxy Form

3. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
4. Since the proxy form (the "First Proxy Form") sent together with the Notice and 2009 Annual Report of the Company does not contain the proposed resolutions for election of Mr. Lo and Mr. Wong as Independent Non-executive Directors as set out in this supplemental notice, a new proxy form (the "Second Proxy Form") has been prepared and is enclosed with this supplemental notice.
5. Shareholders are requested to complete and return the Second Proxy Form in accordance with the instructions printed thereon to the registered office of the Company at Suites 3301-03, 33/F, Tower 2, Nina Tower, 8 Yeung Uk Road, Tsuen Wan, New Territories, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.

6. A shareholder who has not yet lodged the First Proxy Form with the Company is requested to lodge the Second Proxy Form if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company.
7. A shareholder who has already lodged the First Proxy Form with the Company should note that:
 - (i) **If no Second Proxy Form is lodged with the Company, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed.** The proxy so appointed by the shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM (other than those referred to in the Notice and the First Proxy Form), including resolutions for election of Mr. Lo and Mr. Wong as Independent Non-executive Directors set out in this supplemental notice.
 - (ii) **If the Second Proxy Form is lodged with the Company 48 hours prior to the time appointed for holding the AGM (the “Closing Time”), the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.**
 - (iii) **If the Second Proxy Form is lodged with the Company after the Closing Time, the Second Proxy Form will be invalid. However, it will revoke the First Proxy Form previously lodged by the shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, shareholders are advised not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.**
8. Shareholders are reminded that completion and delivery of the First Proxy Form and/or the Second Proxy Form will not preclude shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.

VOTING AT THE AGM

9. Pursuant to Rule 13.39 of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll. The chairman of the AGM will therefore demand a poll for every resolution put to the vote of the AGM pursuant to Article 73 of the Articles of Association of the Company.