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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)

SECOND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting dated 30 April 2010 (the “Notice”) and the supplemental notice of annual general meeting dated 17 May 2010 (the “Supplemental Notice”) which set out the resolutions to be considered by shareholders at the annual general meeting scheduled 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.

SECOND SUPPLEMENTAL NOTICE IS HEREBY GIVEN that an Annual General Meeting (the “AGM”) of ENM Holdings Limited (the “Company”) has been postponed and will be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Thursday, 17 June 2010 at 10:00 a.m. and that Resolution No. 3 set out in the Notice regarding the re-election of Mr. Raymond Wai Pun LAU as Director has been removed and will not be put forward for shareholders’ voting at the AGM and the AGM will also consider and approve the following resolution in addition to the resolutions set out in the Notice and the Supplemental Notice:

ORDINARY RESOLUTION

10. To resolve not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU.

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

Hong Kong, 31 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 SECOND SUPPLEMENTAL NOTICE
OF ANNUAL GENERAL MEETING**

Retirement of Director

1. Subsequent to the despatch of the Supplemental Notice, Mr. Raymond Wai Pun LAU has informed the board of directors of the Company (the “Board”) that he has decided not to stand for re-election at the forthcoming annual general meeting of the Company. It is proposed not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU at the forthcoming annual general meeting of the Company.
2. In order to provide sufficient time for shareholders of the Company to consider the proposed resolution not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU, the annual general meeting of the Company has been postponed and will be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Thursday, 17 June 2010 at 10:00 a.m.
3. Resolution No. 3 set out in the Notice regarding the re-election of Mr. Raymond Wai Pun LAU as Director has been removed and will not be put forward for shareholders’ voting at the AGM.

Third Proxy Form

4. 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.
5. Since the proxy form (the “First Proxy Form”) sent together with the Notice and 2009 Annual Report of the Company and the second proxy form (the “Second Proxy Form”) sent together with the Supplemental Notice does not contain the proposed resolution not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU as set out in this second supplemental notice, a new proxy form (the “Third Proxy Form”) has been prepared and is enclosed with this second supplemental notice.
6. Shareholders are requested to complete and return the Third 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.
7. A shareholder who has not yet lodged the First Proxy Form or the Second Proxy Form with the Company is requested to lodge the Third Proxy Form if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Proxy Form and/or the Second Proxy Form should not be lodged with the Company.

8. A shareholder who has already lodged the First Proxy Form and/or the Second Proxy Form with the Company should note that:
- (i) Given that Resolution No. 3 set out in the Notice regarding the re-election of Mr. Raymond Wai Pun LAU as Director has been removed and will not be put forward for voting at the AGM, Resolution No. 3 set out in the Notice, and the instructions to Resolution No. 3 in the First Proxy Form and/or the Second Proxy Form should be treated as if removed.
 - (ii) **If no Second Proxy Form and Third 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 the additional proposed resolutions for election of Mr. David Kwok Kwei LO and Mr. Chi Keung WONG as Independent Non-executive Directors set out in the Supplemental Notice and resolution not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU set out in this second supplemental notice.
 - (iii) **If the Second Proxy Form is lodged with the Company, the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her (if any). The Second Proxy Form will be treated as a valid proxy form lodged by the shareholder 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, the Supplemental Notice, and the Second Proxy Form), including the additional proposed resolution not to fill up the office vacated by the retirement of Mr. Raymond Wai Pun LAU set out in this second supplemental notice.
 - (iv) **If the Third Proxy Form is lodged with the Company 48 hours prior to the time appointed for holding the AGM (the “Closing Time”), the Third Proxy Form will revoke and supersede the First Proxy Form and/or the Second Proxy Form previously lodged by him/her. The Third Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.**
 - (v) **If the Third Proxy Form is lodged with the Company after the Closing Time, the Third Proxy Form will be invalid. However, it will revoke the First Proxy Form and/or the Second 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 or the Third 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 Third 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.

9. Shareholders are reminded that completion and delivery of the First Proxy Form, the Second Proxy Form and/or the Third 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

10. Pursuant to Rule 13.39 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, 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.