



# ENM HOLDINGS LIMITED

## 安寧控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 00128)

### PROXY FORM FOR ANNUAL GENERAL MEETING

Number of shares to which this proxy form relates <sup>(1)</sup>	
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I/We<sup>(2)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered shareholder(s) of ENM Holdings Limited (the "Company"), hereby appoint<sup>(3)</sup> \_\_\_\_\_

of \_\_\_\_\_

or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the annual general meeting (the "AGM") of the Company to be held at Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Tuesday, 3 June 2014 at 10:30 a.m. and at any adjournment of the meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by a "✓" in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

	Ordinary Resolutions	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
1.	To receive and consider the Audited Financial Statements, the Report of the Directors and the Independent Auditor's Report for the year ended 31 December 2013		
2.	To re-elect Dr. Jen CHEN as Director		
3.	To re-elect Mr. Victor Yiu Keung CHIANG as Director		
4.	To re-elect Mr. Joseph Wing Kong LEUNG as Director		
5.	To re-elect Mr. Ian Grant ROBINSON as Director		
6.	To authorise the Board of Directors to fix the Directors' remuneration		
7.	To re-appoint RSM Nelson Wheeler as the Auditor and authorise the Board of Directors to fix the Auditor's remuneration		
8.	To give a general mandate to the Board of Directors to issue and dispose of additional shares of the Company		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2014 Signature(s)<sup>(6)</sup> \_\_\_\_\_

**Notes:**

1. If no number is inserted, this proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
2. Please insert full name(s) and address(es) in BLOCK CAPITALS as shown in the register of shareholders of the Company.
3. Please insert the name and address of the proxy. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the AGM, speak and vote for him/her. The proxy need not be a shareholder of the Company but must attend the AGM in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain from voting.
5. The full wording of the resolutions to be proposed at the AGM and Explanatory Notes are set out in the Notice of AGM.
6. This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
7. Where there are joint registered holders of any share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of shareholders in respect of such share shall alone be entitled to vote in respect thereof.
8. To be valid, this completed and signed original proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), must be lodged with the Company at Suites 3301-03, 33/F, Tower 2, Nina Tower, 8 Yeung Uk Road, Tsuen Wan, New Territories, Hong Kong by not less than 24 hours before the time appointed for the holding of the AGM or any adjournment of it (as the case may be). Proxy Forms sent electronically or by any other data transmission process will not be accepted.
9. Submission of this proxy form shall not preclude you from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish, and the appointment of the proxy will be revoked if you vote in person at the AGM.