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ENM HOLDINGS LIMITED

安寧控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00128)

**POLL RESULTS OF THE 2016 ANNUAL GENERAL MEETING,
CHANGES IN DIRECTORATE
AND
CHANGES IN THE COMPOSITIONS OF BOARD COMMITTEES**

Poll Results of the 2016 Annual General Meeting

At the Annual General Meeting of ENM Holdings Limited (the “Company”) held on 3 June 2016 (the “AGM”), all proposed resolutions as set out in the notice of AGM dated 29 April 2016 and the supplemental notice of AGM dated 13 May 2016 were decided by poll in accordance with Article 74(a) of the Company’s Articles of Association.

As at the date of the AGM, a total of 1,650,658,676 shares of the Company was in issue and the holders of which (the “Shareholders”) were entitled to attend and vote at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM.

The poll results are set out as follows:

Ordinary Resolutions		No. of votes (%)		Passed by shareholders
		For	Against	
1.	To receive and consider the audited consolidated Financial Statements, the Report of the Directors and the Independent Auditor’s Report for the year ended 31 December 2015	599,236,053 (100%)	0 (0%)	Yes
2.	To re-elect Dr. Jen CHEN as Independent Non-executive Director	599,236,053 (100%)	0 (0%)	Yes
3.	To authorise the Board of Directors to fix the Directors’ fees	599,226,053 (100%)	0 (0%)	Yes

Ordinary Resolutions		No. of votes (%)		Passed by shareholders
		For	Against	
4.	To re-appoint RSM Hong Kong as the Auditor and authorise the Board of Directors to fix the Auditor's remuneration	599,236,053 (100%)	0 (0%)	Yes
5.	To give a general mandate to the Board of Directors to issue and dispose of additional shares of the Company*	582,272,053 (97.169062%)	16,964,000 (2.830938%)	Yes
6.	To elect Mr. Kin Wing CHEUNG as Independent Non-executive Director	599,236,053 (100%)	0 (0%)	Yes
7.	To elect Mr. Kiu Sang Baldwin LEE as Independent Non-executive Director	599,236,053 (100%)	0 (0%)	Yes

* Full text of Resolution 5 is set out in the notice of AGM dated 29 April 2016.

Computershare Hong Kong Investor Services Limited, the share registrars of the Company, acted as the scrutineer for the poll at the AGM.

Changes in Directorate

Mr. Victor Yiu Keung CHIANG, Mr. David Kwok Kwei LO and Mr. Ian Grant ROBINSON retired from the Board of Directors of the Company (the "Board") after conclusion of the AGM. Both Mr. Kin Wing CHEUNG and Mr. Kiu Sang Baldwin LEE have been elected as Independent Non-executive Directors of the Company with effect from conclusion of the AGM.

Changes in the Compositions of Board Committees

The Board announces the following changes, all with effect from conclusion of the AGM:

- (i) Dr. Jen CHEN, an Independent Non-executive Director ("INED"), has been appointed as a member of the Corporate Governance Committee of the Company;
- (ii) Mr. Kin Wing CHEUNG, an INED, has been appointed as (a) a member and the chairman of the Audit Committee of the Company; and (b) a member of the Nomination Committee of the Company;
- (iii) Mr. Kiu Sang Baldwin LEE, an INED, has been appointed as (a) a member of the Audit Committee of the Company; and (b) a member and the chairman of the Remuneration Committee of the Company; and
- (iv) Mr. Chi Keung WONG, an INED, has been appointed as a member of the Investment Committee of the Company.

Biographical Details of Mr. Kin Wing CHEUNG and Mr. Kiu Sang Baldwin LEE

Mr. Kin Wing CHEUNG

Mr. Kin Wing CHEUNG (“Mr. Cheung”), aged 62, is an Independent Non-executive Director of the Company. Mr. Cheung is also the chairman of the Audit Committee of the Company and a member of the Nomination Committee of the Company. Mr. Cheung holds a Bachelor of Commerce from the University of Calgary, Canada. Mr. Cheung has been a member of the Hong Kong Institute of Certified Public Accountants and The Institute of Chartered Accountants in England and Wales since May 1986 and January 2005, respectively.

Mr. Cheung has around 30 years of experience in information technology, financial accounting, auditing and management. Since February 1999, Mr. Cheung has been a director and lead consultant of Sunplex Consultants Limited, a company providing human resources management and information technology consultancy services to its clients (including government organisations and private companies).

Mr. Cheung had held several positions, including assistant manager, manager and senior manager between September 1980 and July 1991 in Coopers & Lybrand. Mr. Cheung had been a partner of Coopers & Lybrand since March 1995, and had been a partner of PricewaterhouseCoopers since Coopers & Lybrand was merged with Price Waterhouse into PricewaterhouseCoopers in October 1998 until his resignation in May 1999. Mr. Cheung was a director of the finance and operation department of the Hong Kong Institute of Certified Public Accountants between July 2004 and April 2008 and a consultant of the Hong Kong Institute of Certified Public Accountants between April 2008 and August 2008.

Mr. Cheung has been an independent non-executive director of BaWang International (Group) Holding Limited, a company whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited, since November 2014, and an independent non-executive director of Bank of Communications Trustee Limited since November 2003.

Mr. Cheung was also an independent director of AXA China Region Trustees Limited from August 1999 until August 2015, when that company sold its retirement scheme (ORSO & MPF) business and ceased to be an approved MPF Trustees.

As at the date of this announcement, Mr. Cheung does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Cheung (i) does not hold any other position with the Company or any of its subsidiaries; (ii) did not hold a directorship in any other listed public companies in the last three years; and (iii) does not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company.

A letter of appointment will be entered into between Mr. Cheung and the Company for a term of approximately two years from conclusion of the AGM until conclusion of the Company’s annual general meeting to be held in 2018, subject to retirement by rotation in accordance with the Company’s Articles of Association.

Mr. Cheung is entitled to an annual director's fee of HK\$150,000, an annual fee of HK\$50,000 for serving as chairman of the Audit Committee of the Company and an annual fee of HK\$25,000 for serving as member of the Nomination Committee of the Company. Mr. Cheung is also entitled to an attendance fee of HK\$8,000 for attending each Board meeting of the Company and HK\$5,000 for attending each general meeting or committee meeting of the Company. Mr. Cheung's remuneration is determined by the Board upon the Remuneration Committee's recommendation and with reference to his duties and responsibilities in the Company.

Mr. Cheung has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules").

Save as disclosed above, there are no other matters concerning Mr. Cheung that need to be brought to the attention of the Shareholders and there is no other information relating to Mr. Cheung that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Mr. Kiu Sang Baldwin LEE

Mr. Kiu Sang Baldwin LEE ("Mr. Lee"), aged 60, is an Independent Non-executive Director of the Company. Mr. Lee is also a member of the Audit Committee of the Company and the chairman of the Remuneration Committee of the Company. Mr. Lee holds a degree of Master of Business Administration from Concordia University in Montreal, Canada and a degree of Bachelor of Commerce from McGill University in Montreal, Canada. Mr. Lee is a fellow member of the Institute of Canadian Bankers and a senior fellow member of the Hong Kong Securities and Investment Institute.

Mr. Lee has been the managing director of Centurion Corporate Finance Limited since 1994. Mr. Lee is also a responsible officer for the dealing in securities, advising on securities, advising on corporate finance and asset management of Centurion Corporate Finance Limited, a licensed corporation under the Securities and Futures Ordinance of Hong Kong. Prior to his present posting, Mr. Lee was a director at Sun Hung Kai International Limited, the corporate finance arm of Sun Hung Kai & Co. Limited where he was involved in the supervision and management of the corporate finance team of Sun Hung Kai International Limited. Prior to returning to Hong Kong in 1991, Mr. Lee worked as a banker and a corporate finance professional in Toronto, Canada. Mr. Lee has experience in banking, asset management, securities trading and corporate finance.

As at the date of this announcement, Mr. Lee does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Lee (i) does not hold any other position with the Company or any of its subsidiaries; (ii) did not hold a directorship in any other listed public companies in the last three years; and (iii) does not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company.

A letter of appointment will be entered into between Mr. Lee and the Company for a term of approximately two years from conclusion of the AGM until conclusion of the Company's annual general meeting to be held in 2018, subject to retirement by rotation in accordance with the Company's Articles of Association.

Mr. Lee is entitled to an annual director's fee of HK\$150,000, an annual fee of HK\$25,000 for serving as member of the Audit Committee of the Company and an annual fee of HK\$50,000 for serving as chairman of the Remuneration Committee of the Company. Mr. Lee is also entitled to an attendance fee of HK\$8,000 for attending each Board meeting of the Company and HK\$5,000 for attending each general meeting or committee meeting of the Company. Mr. Lee's remuneration is determined by the Board upon the Remuneration Committee's recommendation and with reference to his duties and responsibilities in the Company.

Mr. Lee has confirmed that he meets the independence criteria as set out in Rule 3.13 of Listing Rules.

Save as disclosed above, there are no other matters concerning Mr. Lee that need to be brought to the attention of the Shareholders and there is no other information relating to Mr. Lee that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

By Order of the Board
ENM Holdings Limited
Derek Wai Choi LEUNG
Executive Director
and Acting Chief Executive Officer

Hong Kong, 3 June 2016

Following the conclusion of the AGM, the Executive Directors are Mr. Derek Wai Choi LEUNG (Acting Chief Executive Officer) and Mr. Wing Tung YEUNG, and the Independent Non-executive Directors are Dr. Jen CHEN, Mr. Kin Wing CHEUNG, Mr. Kiu Sang Baldwin LEE and Mr. Chi Keung WONG.