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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)**

**APPOINTMENTS OF DIRECTORS  
AND  
CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES**

The Board announces that at the Board meeting held on 29 August 2017, the Board resolved the following appointments of Directors and changes in the composition of the Board committees, all with immediate effect:

**Board of Directors**

- (i) Mr. Ted Tak Tai LEE has been appointed as an Independent Non-executive Director of the Company.
- (ii) Ms. Sarah Young O'DONNELL has been appointed as a Non-executive Director of the Company.

**Board Committees**

- (iii) Mr. Ted Tak Tai LEE, an Independent Non-executive Director, has been appointed as a member of the Audit Committee of the Company and a member of the Remuneration Committee of the Company.
- (iv) Ms. Sarah Young O'DONNELL, a Non-executive Director, has been appointed as a member of the Audit Committee of the Company and a member of the Corporate Governance Committee of the Company.
- (v) Dr. Jen CHEN, an Independent Non-executive Director, has resigned as a member of the Corporate Governance Committee of the Company and a member of the Remuneration Committee of the Company.
- (vi) Mr. Derek Wai Choi LEUNG, a Non-executive Director, has resigned as a member of the Remuneration Committee of the Company.

The Board of Directors (the “Board”) of ENM Holdings Limited (the “Company”) announces that at the Board meeting held on 29 August 2017, the Board resolved the following appointments of Directors and changes in the composition of the Board committees, all with immediate effect:

### **Board of Directors**

- (i) Mr. Ted Tak Tai LEE (“Mr. Ted Lee”) has been appointed as an Independent Non-executive Director of the Company.
- (ii) Ms. Sarah Young O’DONNELL (“Ms. Sarah O’Donnell”) has been appointed as a Non-executive Director of the Company.

### **Board Committees**

- (iii) Mr. Ted Lee, an Independent Non-executive Director, has been appointed as a member of the Audit Committee of the Company and a member of the Remuneration Committee of the Company.
- (iv) Ms. Sarah O’Donnell, a Non-executive Director, has been appointed as a member of the Audit Committee of the Company and a member of the Corporate Governance Committee of the Company.
- (v) Dr. Jen CHEN, an Independent Non-executive Director, has resigned as a member of the Corporate Governance Committee of the Company and a member of the Remuneration Committee of the Company.
- (vi) Mr. Derek Wai Choi LEUNG, a Non-executive Director, has resigned as a member of the Remuneration Committee of the Company.

The Board would like to extend its warm welcome to Mr. Ted Lee and Ms. Sarah O’Donnell as new Board members.

### **Mr. Ted Tak Tai LEE, aged 66**

Mr. Ted Lee is the managing director of T Plus Capital Limited which engages in the provision of strategic, financial and business development advisory services in China. He has a long history of providing advice on cross border investments, mergers and acquisitions, and has extensive experience in providing audit and accounting services to international and multinational companies in China and the United States. Mr. Ted Lee is currently an independent non-executive director and a member of the audit committee of Daphne International Holdings Limited, a company whose shares are listed on The Stock Exchange of Hong Kong Limited and East West Bank (China) Limited, a wholly-owned China subsidiary of

NASDAQ-listed East West Bancorp, Inc. He is also a director of Shriro Trading (Shanghai) Company Limited, a privately held company established in China. From September 2007 to April 2009, he was an executive director of Prax Capital, a private equity firm specializing in China-focused investments. Mr. Ted Lee is a US certified public accountant (inactive), a member of the American Institute of Certified Public Accountants and a member of the American Chamber of Commerce (having been a founding member of its Financial Services Committee). He was a senior partner of Deloitte Touche Tohmatsu Limited, where he worked for 31 years in both Asia and the United States. He holds a MBA in finance and accounting from the University of Southern California and a Bachelor of Science in accounting from California State University, Fresno. He is the chairman of the USC Alumni Club of Shanghai.

As at the date of this announcement, Mr. Ted Lee does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Ted Lee (i) does not hold any other position with the Company or any of its subsidiaries; (ii) does not hold other directorship in 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.

Mr. Ted Lee 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 (the “Listing Rules”).

Taking into account all of the circumstances described above, the Board and its Nomination Committee consider that Mr. Ted Lee is independent.

In accordance with the Company’s Articles of Association, Mr. Ted Lee shall hold office until the next annual general meeting of the Company to be held in 2018 and shall be eligible for re-election. Thereafter, Mr. Ted Lee, if re-elected, will be subject to retirement by rotation in accordance with the Company’s Articles of Association.

A letter of appointment will be entered into between Mr. Ted Lee and the Company, pursuant to which he is entitled to an annual director’s fee of HK\$150,000, an annual fee of HK\$25,000 for serving as a member of the Audit Committee of the Company and an annual fee of HK\$25,000 for serving as a member of the Remuneration Committee of the Company, all payable to him on a pro-rata basis for his services. Mr. Ted 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. The levels of fees payable to Mr. Ted Lee were

determined by the Board upon the Remuneration Committee's recommendation with reference to his duties and responsibilities in the Company and are in line with those payable to the existing Independent Non-executive Directors and Board committee members of the Company.

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

**Ms. Sarah Young O'DONNELL, aged 54**

Ms. Sarah O'Donnell is Co-Founder/Partner of an e-commerce business scheduled to launch in the 4th quarter of 2017. Since 2014, she also has served in an advisory capacity for several USA and Asia-based brands/retail concepts in the fine jewellery, fashion, fashion accessories, and beauty spheres. She has extensive experience in the retail business across business development and revamping, productivity management, brand management, store management and operations, and visual merchandising. She was the Chief Executive Officer of Hong Kong Seibu Enterprise Company Limited, a subsidiary of Hong Kong-listed Dickson Concepts International Limited from 2008 to 2014. Prior to assuming the role of Chief Executive Officer, she served as the Chief Operating Officer of Hong Kong Seibu Enterprise Company Limited and, prior to that, as the Deputy General Manager of Warner Brothers Studio Stores in Hong Kong and Singapore. Ms. Sarah O'Donnell was awarded a Bachelor of Arts degree from Wellesley College and an Associate in Applied Science degree from Parsons School of Design, and was a Teaching Fellow at Harvard University. She currently serves on the Wellesley Business Leadership Council.

As at the date of this announcement, Ms. Sarah O'Donnell does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Ms. Sarah O'Donnell (i) does not hold any other position with the Company or any of its subsidiaries; (ii) does not hold other directorship in 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.

In accordance with the Company's Articles of Association, Ms. Sarah O'Donnell shall hold office until the next annual general meeting of the Company to be held in 2018 and shall be eligible for re-election. Thereafter, Ms. Sarah O'Donnell, if re-elected, will be subject to retirement by rotation in accordance with the Company's Articles of Association.

A letter of appointment will be entered into between Ms. Sarah O'Donnell and the Company, pursuant to which she is entitled to an annual director's fee of HK\$150,000, an annual fee of HK\$25,000 for serving as a member of the Audit Committee of the Company and an annual fee of HK\$25,000 for serving as a member of the Corporate Governance Committee of the Company, all payable to her on a pro-rata basis for her services. Ms. Sarah O'Donnell 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. The levels of fees payable to Ms. Sarah O'Donnell were determined by the Board upon the Remuneration Committee's recommendation with reference to her duties and responsibilities in the Company and are in line with those payable to the existing Non-executive Director and Board committee members of the Company.

Save as disclosed above, there are no other matters concerning the appointment of Ms. Sarah O'Donnell that need to be brought to the attention of the shareholders of the Company and there is no other information relating to Ms. Sarah O'Donnell that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

By Order of the Board  
**ENM Holdings Limited**  
**David Parker**  
*Executive Director*  
*and Chief Executive Officer*

Hong Kong, 29 August 2017

*Following the conclusion of the Board meeting held on 29 August 2017, the Executive Directors are Mr. David Charles PARKER (Chief Executive Officer) and Mr. Wing Tung YEUNG, the Non-executive Directors are Mr. Derek Wai Choi LEUNG (Non-executive Chairman) and Ms. Sarah Young O'DONNELL, and the Independent Non-executive Directors are Dr. Jen CHEN, Mr. Kin Wing CHEUNG, Mr. Kiu Sang Baldwin LEE and Mr. Ted Tak Tai LEE.*