



# ENM HOLDINGS LIMITED

## 安寧控股有限公司

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

### PROXY FORM

**Form of proxy for use 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 Friday, 2 June 2006 at 10:00 a.m. (and at any adjournment thereof)**

I/We<sup>(1)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_ share(s)<sup>(2)</sup> of HK\$0.01

each in the capital of ENM Holdings Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING

or<sup>(3)</sup> \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and vote for me/us at the above Annual General Meeting (and at any adjournment thereof) as indicated below<sup>(4)</sup>.

	RESOLUTIONS	FOR	AGAINST
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2005		
2.	(i) To re-elect Mr. Joseph Wing Kong LEUNG as Director		
	(ii) To re-elect Mr. Wing Tung YEUNG as Director		
	(iii) To re-elect Dr. Jen CHEN as Director		
	(iv) To authorise the Board of Directors to fix the Directors' remuneration		
3.	To re-appoint Ernst & Young as the Auditors and to authorise the Board of Directors to fix their remuneration		
4.	To grant to the Board of Directors a general mandate to issue new shares		
5.	To approve amendments to the Articles of Association		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2006      Signature(s)<sup>(5)</sup> \_\_\_\_\_

**Notes:**

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITAL**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, the form of proxy will be deemed to relate to all the shares registered in your name(s).
3. If any proxy other than the chairman is preferred, strike out "**THE CHAIRMAN OF THE MEETING or**" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST"**. Failure to complete any or all boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation must under its common seal or under the hand of an officer or attorney duly authorised.
6. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof, must be deposited at the registered office of the Company at Suite 1502, 15th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time for holding the above Annual General Meeting or any adjournment thereof.
8. The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
9. Completion and return of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.