



ENM HOLDINGS LIMITED

安寧控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 128)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of ENM Holdings Limited (the “Company”) will be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Wednesday, 30 April 2008 at 11:00 a.m. or immediately after the conclusion of the annual general meeting of the Company to be held on the same day and place at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

(1) **“THAT,**

- (a) the Share Purchase Agreement dated 21 January 2008 (the “Apex Agreement”), a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “A”, made between e-Media (Asia) Limited (“e-Media (Asia)”) and Apex Ocean Investments Limited (“Apex”) whereby e-Media (Asia) agreed to acquire Apex’s 30% interest in Kenmure Limited at a consideration of HK\$16,500,000 be and is hereby approved, confirmed and ratified and that the transactions contemplated thereunder be and are hereby approved; and
- (b) the directors of the Company be and are hereby authorised to do all such acts and things as they consider necessary or expedient or desirable in connection with or to give effect to the Apex Agreement and to implement the transactions contemplated thereunder.”

(2) **“THAT,**

- (a) the Share Purchase Agreement dated 21 January 2008 (the “Kosin Agreement”), a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “B”, made between e-Media (Asia) Limited (“e-Media (Asia)”) and Kosin Limited (“Kosin”) whereby e-Media (Asia) agreed to acquire Kosin’s 10% interest in Kenmure Limited at a consideration of HK\$5,500,000 be and is hereby approved, confirmed and ratified and that the transactions contemplated thereunder be and are hereby approved; and

- (b) the directors of the Company be and are hereby authorised to do all such acts and things as they consider necessary or expedient or desirable in connection with or to give effect to the Kosin Agreement and to implement the transactions contemplated thereunder.”

By Order of the Board
ENM HOLDINGS LIMITED
Joseph Wing Kong LEUNG
Chairman

Hong Kong, 14 April 2008

Registered Office:

Suite 1502, 15th Floor, Chinachem Golden Plaza,
77 Mody Road, Tsimshatsui East,
Kowloon, Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. A form of proxy for use at the meeting is enclosed. To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power of attorney or authority, 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 appointed for holding of the meeting or any adjournment thereof.
3. Where there are joint holders of any share, any one of such holders may vote at the meeting, either in person or by proxy, in respect of such share as if he were solely entitled to vote, but if more than one of such joint holders are present at the meeting in person or by proxy, the person so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect of it.
4. Completion and return of the form of proxy will not preclude a member from attending the meeting and voting in person at the meeting or any adjourned meeting if he so desires. If a member attends the meeting after having deposited the form of proxy, his form of proxy will be deemed to have been revoked.
5. As at the date hereof, the executive directors of the Company are Mr. Joseph Wing Kong LEUNG (Chairman), Mr. James C. NG (Chief Executive Officer), Mr. Derek Wai Choi LEUNG and Mr. Wing Tung YEUNG, the non-executive director of the Company is Mr. Raymond Wai Pun LAU, and the independent non-executive directors of the Company are Dr. Cecil Sze Tsung CHAO, Dr. Jen CHEN and Mr. Ian Grant ROBINSON.