



FOUNDER HOLDINGS LIMITED 方正控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 0418)

RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 4 JANUARY 2006

The Board is pleased to announce that the ordinary resolutions to approve the continuing connected transactions under the Century Lease Agreement, the New Lease Agreements and the Peking Founder Master Agreement and the special resolution to amend the Bye-laws were duly passed at the SGM held on 4 January 2006.

Reference is made to the notice of SGM dated 12 December 2005 (the "Notice") and the circular of the Company dated 12 December 2005 (the "Circular"). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Notice and the Circular.

The Board is pleased to announce that the ordinary resolutions to approve the continuing connected transactions under the Century Lease Agreement, the New Lease Agreements and the Peking Founder Master Agreement, as well as the relevant annual caps for the three financial years ending 31 December 2006, 2007 and 2008, were duly passed by the Independent Shareholders by poll and the special resolution to amend the Bye-laws was duly passed by the Shareholders on a vote of hands at the SGM held on 4 January 2006. The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the SGM.

Details of the poll results in respect of each of the ordinary resolutions passed at the SGM are as follows:

ORDINARY RESOLUTIONS	FOR	AGAINST	Total
	Number of Shares (%)	Number of Shares (%)	number of Shares voted
1. Resolution to approve the Century Lease Agreement and the New Lease Agreements, the transactions contemplated therein and the proposed annual caps in relation to the transactions contemplated therein.	68,978,666 (99.9986%)	1,000 (0.0014%)	68,979,666
2. Resolution to approve the Peking Founder Master Agreement, the transactions contemplated therein and the proposed annual caps in relation to the transactions contemplated therein.	68,978,666 (99.9986%)	1,000 (0.0014%)	68,979,666

As at the date of the SGM, the number of issued shares of the Company (the "Shares") was 1,123,799,893 Shares. As set out in the Circular, Peking Founder and its associates were interested in 367,179,610 Shares, representing approximately 32.67% of the issued share capital of the Company. Peking Founder and its associates were required to, and did, abstain from voting in respect of the above ordinary resolutions at the SGM. As a result, Shareholders holding a total of 756,620,283 Shares were entitled to attend and vote for or against the ordinary resolutions at the SGM. No Shareholder was entitled to attend and vote only against the ordinary resolutions at the SGM.

The Century Lease Agreement, the New Lease Agreements and the Peking Founder Master Agreement will be entered into as soon as practicable.

By Order of the Board
Founder Holdings Limited
Cheung Shuen Lung
Chairman

Hong Kong, 4 January 2006

The Board comprises Mr Cheung Shuen Lung (Chairman), Professor Xiao Jian Guo (Deputy Chairman), Professor Wei Xin, Mr Zhang Zhao Dong and Mr Xia Yang Jun (President) (each of whom an executive director), Dr Hu Hung Lick, Henry, Mr Li Fat Chung and Ms Wong Lam Kit Yee (each of whom an independent non-executive director).

* For identification purpose only

*Please also refer to the published version of this announcement in
The Standard and Sing Tao Daily.*