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EC-FOUNDER (HOLDINGS) COMPANY LIMITED

方正數碼(控股)有限公司*

(Incorporated in Bermuda with limited liability)

ADOPTION OF THE NEW SHARE OPTION SCHEME AND TERMINATION OF THE EXISTING SHARE OPTION SCHEME

The shareholders of the Company have approved the proposed adoption of the New Share Option Scheme and the termination of the Existing Share Option Scheme at the AGM.

The board of directors of the Company is pleased to announce that the resolutions as referred to in the notice of AGM (as contained in the circular of the Company to its shareholders dated 30 April 2002) for approving the adoption of the New Share Option Scheme and the termination of the Existing Share Option Scheme were duly passed by the shareholders of the Company at the AGM.

The New Share Option Scheme will come into effect upon the Listing Committee of the Stock Exchange granting approval for the listing of and permission to deal in the Shares which may fall to be issued pursuant to the exercise of options that may be granted under the New Share Option Scheme. The Existing Share Option Scheme will be terminated upon the New Share Option Scheme taking effect in accordance with its terms.

Definitions

In this announcement, except where the context otherwise requires, the following expressions have the following meanings:

“AGM”	the annual general meeting of the Company held on 24 May 2002;
“Company”	EC-Founder (Holdings) Company Limited (方正數碼(控股)有限公司*);
“Existing Share Option Scheme”	the existing share option scheme of the Company adopted by the Company on 7 May 2001;
“New Share Option Scheme”	the new share option scheme of the Company proposed to be adopted at the AGM;
“Shares”	shares of HK\$0.10 each of the Company; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By order of the Board
Tang Yuk Bo, Yvonne
Company Secretary

Hong Kong, 24 May 2002

* For identification purpose only

Please also refer to the published version of this announcement in Hong Kong iMail and Hong Kong Economic Times.