



**EC-FOUNDER (HOLDINGS) COMPANY LIMITED**  
**方正數碼(控股)有限公司\***

*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 0618)

## **CHANGES IN DIRECTORSHIPS**

The Board of the Company would like to announce that Ms Cao Qian has been appointed as independent non-executive director and member of the audit committee of the Company and Mr Yang Lin, Richard has resigned as independent non-executive director and member of audit committee of the Company all with effect from 31 March 2005.

The board of directors (the "Board") of EC-Founder (Holdings) Company Limited (the "Company") is pleased to announce that Ms Cao Qian ("Ms Cao") has been appointed as independent non-executive director and member of the audit committee of the Company with effect from 31 March 2005.

Ms Cao, aged 41, is currently the Chief Financial Officer of China Travel Service Hotel Corporation. Ms Cao graduated from 中央財經大學 (Central University of Finance & Economics\*) and obtained a bachelor's degree in finance and revenue professional. In Jan 2005, Ms Cao received her EMBA degree from 北京大學光華管理學院 (Peking University Guanghua School of Management\*). Ms Cao is also a Certified Public Accountant in the People's Republic of China. Ms Cao has over 19 years of experience in auditing, accounting and financial management.

Ms Cao does not hold any position with the Company and other members of the Company immediately before the date of her appointment, nor has any directorship in other listed public companies in the last three years. Ms Cao does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Ms Cao does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is no service agreement between the Company and Ms Cao. Ms Cao is entitled to a director's fee of HKD120, 000 per annum, which was determined by the Board by reference to the current market conditions. Ms Cao has not been appointed for a specific term and will be subject to retirement by rotation and re-election in accordance with the Company's Bye-laws.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Ms Cao.

The Board would like to take this opportunity to welcome Ms Cao to join the Board of the Company.

The Board also announces that Mr Yang Lin, Richard ("Mr Yang") has resigned as independent non-executive director and member of the audit committee of the Company with effect from 31 March 2005 due to personal reasons. Mr Yang has confirmed that there is no disagreement with the Board and there is no matter that should be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr Yang for his contribution rendered to the Company during his tenure of service.

By order of the Board  
**EC-Founder (Holdings) Company Limited**  
**Zhang Zhao Dong**  
*Chairman*

Hong Kong, 31 March 2005

*As at the date of this announcement, the executive directors of the Company are Mr Zhang Zhao Dong, Mr Cheung Shuen Lung, Professor Wei Xin, Mr Xia Yang Jun and Mr Xie Ke Hai, non-executive director of the Company is Mr Yung Chih Shin, Richard, and the independent non-executive directors of the Company are Mr Li Fat Chung, Mrs Wong Lam Kit Yee and Ms Cao Qian.*

*\* For identification purpose only*

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