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(Stock Code: 00418)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 23 MAY 2014**

The Board is pleased to announce that all the resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM held on 23 May 2014.

Reference is made to the notice of annual general meeting dated 17 April 2014 (the “Notice of AGM”) and the circular dated 17 April 2014 (the “Circular”) issued by Founder Holdings Limited (the “Company”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM of the Company dated 17 April 2014 were duly passed by the Shareholders by way of poll at the AGM held on 23 May 2014. 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 AGM.

The poll results in respect of all the resolutions at the AGM are set out as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive and adopt the audited Financial Statements and the Reports of Directors and Auditors of the Company for the year ended 31 December 2013.	379,547,365 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
2.	(a) To re-elect Mr Fang Zhong Hua as an executive director of the Company.	379,025,365 (99.86%)	522,000 (0.14%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(b) To re-elect Ms Yi Mei as an executive director of the Company.	379,025,365 (99.86%)	522,000 (0.14%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(c) To re-elect Mr Li Fat Chung as an independent non-executive director of the Company.	379,025,365 (99.86%)	522,000 (0.14%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(d) To re-elect Ms Zuo Jin as an executive director of the Company.	379,014,410 (99.86%)	532,955 (0.14%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(e) To authorise the Board of Directors to fix the directors' remuneration.	379,547,365 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3.	To re-appoint Ernst & Young as auditors of the Company and to authorise the Board of Directors to fix their remuneration.	379,547,365 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Ordinary Resolutions		Number of votes (%)	
		For	Against
4.	To grant a general mandate to the Board of Directors to allot, issue, grant, distribute and otherwise deal with additional shares in the Company, not exceeding twenty per cent. of the aggregate nominal amount of the issued share capital of the Company at the date of this Resolution. #	379,012,410 (99.86%)	534,955 (0.14%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5.	To grant a general mandate to the Board of Directors to repurchase shares in the Company, not exceeding ten per cent. of the aggregate nominal amount of the issued share capital of the Company at the date of this Resolution.#	379,547,365 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6.	Conditional on the passing of Resolutions 4 and 5, to authorise the Board of Directors to exercise the powers to allot, issue, grant, distribute and otherwise deal with additional shares in the company under Resolution 4 in respect of the aggregate nominal amount of share capital in the Company purchased by the Company.#	379,012,410 (99.86%)	534,955 (0.14%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

The full text of the resolution is set out in the Notice of the AGM

As at the date of the AGM, the number of issued shares of the Company was 1,168,717,453 Shares. No Shareholders is required to abstain from voting at the AGM in respect of the above ordinary resolutions and therefore all Shareholders holding a total of 1,168,717,453 Shares were entitled to attend and vote on the ordinary resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and vote only against the resolutions at the AGM. None of the Shareholders has stated their intention in the Circular to vote against the resolutions at the AGM.

By Order of the Board
Founder Holdings Limited
Tang Yuk Bo, Yvonne
Company Secretary

Hong Kong, 23 May 2014

As at the date of this announcement, the board of directors of the Company comprises executive directors of Mr Fang Zhong Hua (Chairman), Professor Xiao Jian Guo (Deputy Chairman), Professor Yang Bin (President), Ms Yi Mei, Ms Zuo Jin and Ms Liu Yu Xiao, and the independent non-executive directors of Mr Li Fat Chung, Ms Wong Lam Kit Yee and Mr Fung Man Yin, Sammy.

**For identification purpose only*