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FOUNDER HOLDINGS LIMITED
方正控股有限公司 *
(Incorporated in Bermuda with limited liability)
(Stock Code: 00418)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2019**

The Board is pleased to announce that all the resolutions proposed at the annual general meeting of the Company were duly passed by the Shareholders by way of poll at the annual general meeting held on 26 June 2019.

Reference is made to the notice of annual general meeting (the “AGM”) (the “**Notice of AGM**”) and the circular (the “**Circular**”) both dated 23 April 2019 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 23 April 2019 were duly passed by the Shareholders by way of poll at the AGM held on 26 June 2019. 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 2018.	376,809,310 (99.999%)	2,000 (0.001%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
2.	(a) To re-elect Professor Xiao Jian Guo as an executive director of the Company;	376,809,010 (99.999%)	2,300 (0.001%)
	(b) To re-elect Mr Hu Bin as an executive director of the Company;	376,799,010 (99.999%)	2,300 (0.001%)
	(c) To re-elect Mr Li Fat Chung as an independent non-executive director of the Company;	376,799,310 (99.999%)	2,000 (0.001%)
	(d) To re-elect Mr Chan Chung Kik, Lewis as an independent non-executive director of the Company; and	376,799,010 (99.999%)	2,300 (0.001%)
	(e) To authorise the board of directors of the Company to fix the directors' remuneration.	376,799,010 (99.999%)	2,000 (0.001%)
3.	To re-appoint Ernst & Young as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	376,812,226 (99.999%)	2,000 (0.001%)
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.#	369,507,310 (98.062%)	7,304,000 (1.938%)
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.#	376,811,926 (99.999%)	2,000 (0.001%)
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.#	369,507,010 (98.062%)	7,304,300 (1.938%)

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

As more than 50% of votes were casted in favour of the above resolutions, all resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued shares of the Company was 1,199,746,993 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 1,199,746,993 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
Cheung Shuen Lung
Chairman

Hong Kong, 26 June 2019

As at the date of this announcement, the board of directors of the Company comprises executive directors of Mr Cheung Shuen Lung (Chairman), Mr Shao Xing (President), Professor Xiao Jian Guo, Ms Zuo Jin, Mr Hu Bin and Ms Liao Hang, and the independent non-executive directors of Mr Li Fat Chung, Ms Wong Lam Kit Yee and Mr Chan Chung Kik, Lewis.

* *For identification purposes only*