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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 SPECIAL GENERAL MEETING HELD ON 12 DECEMBER 2019

The Board is pleased to announce that the resolution to approve the transactions contemplated under the 2019 Entrusted Loan Master Agreement, the Proposed Annual Caps in relation thereto for the three years ending 31 December 2022 and the authorisation to any one Director in relation thereto of the Company was duly passed by the Independent Shareholders by way of poll at the SGM held on 12 December 2019.

Reference is made to the notice of SGM (the “**Notice of SGM**”) and the circular (the “**Circular**”) both dated 26 November 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 SGM

The Board is pleased to announce that as more than 50% of the valid votes were cast in favour of the ordinary resolution to approve the transactions contemplated under the 2019 Entrusted Loan Master Agreement, the Proposed Annual Caps in relation thereto for the three years ending 31 December 2022 and the authorisation to any one Director in relation thereto, such ordinary resolution was duly passed by the Independent Shareholders by way of poll at the SGM held on 12 December 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 SGM.

The poll results in respect of the ordinary resolution at the SGM is set out as follows:

ORDINARY RESOLUTION		Number of votes (%)	
		For	Against
1.	To approve the transactions contemplated under the 2019 Entrusted Loan Master Agreement, the Proposed Annual Caps in relation thereto for the three years ending 31 December 2022 and the authorisation to any one Director in relation thereto.	61,201,306 (89.34%)	7,302,300 (10.66%)

Note: The full text of the above ordinary resolution is set out in the Notice of SGM.

As at the date of the SGM, the total number of issued shares of the Company (the “Shares”) was 1,199,746,993 Shares. As set out in the Circular, Founder Information was interested in 367,179,610 Shares representing approximately 30.60% of the total issued share capital of the Company. Founder Information was required to, and did, abstain from voting at the SGM in respect of the above ordinary resolution. As a result, Independent Shareholders holding a total of 832,567,383 Shares were entitled to attend and vote on the above ordinary resolution at the SGM.

There were no Shares entitling Independent Shareholders to attend and abstain from voting in favour at the SGM as set out in Rule 13.40 of the Listing Rules.

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

Hong Kong, 12 December 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*