



FOUNDER HOLDINGS LIMITED
方正控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00418)

**RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 22 SEPTEMBER 2008**

The Board is pleased to announce that the ordinary resolutions to approve, inter alia, the New Lease Agreement, the Lease Renewal Agreement, the Additional Subway Software Agreement, the New Japan Master Agreement, the Lease Annual Caps and the Japan Annual Caps were duly passed by way of poll by the Independent Shareholders at the SGM held on 22 September 2008.

Reference is made to the notice of the special general meeting (the “SGM”) and the circular dated 3 September 2008 (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.

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Details of the poll results in respect of the ordinary resolutions proposed at the SGM are as follows:

ORDINARY RESOLUTIONS		FOR	AGAINST	Total number of Shares voted
		Number of Shares voted (%)	Number of Shares voted (%)	
1	To approve the New Lease Agreement, the transactions thereunder and the proposed cap for the year ending 31 December 2008.	9,161,100 (100%)	0 (0%)	9,161,100
2	To approve the Lease Renewal Agreement, the transactions thereunder and the proposed caps for each of the three years ending 31 December 2011.	9,161,100 (100%)	0 (0%)	9,161,100
3	To approve the Additional Subway Software Agreement and the transactions thereunder.	9,161,100 (100%)	0 (0%)	9,161,100
4	To approve the New Japan Master Agreement, the transactions thereunder and the proposed caps for each of the three years ending 31 December 2010.	9,161,100 (100%)	0 (0%)	9,161,100

Note: The full text of the above ordinary resolutions is set out in the notice of the SGM.

As at the date of the SGM, the number of issued shares of the Company (the “Shares”) was 1,130,299,893 Shares. As referred to in the Circular, Peking Founder and its associates were interested in 367,179,610 Shares, representing approximately 32.49% of the issued share capital of the Company and controlled or were entitled to exercise the control over the voting rights in respect of the 32.49% interest in the issued share capital of the Company. Under the Listing Rules, Peking Founder and its associates were required to, and did, abstain from voting in respect of the above ordinary resolutions proposed at the SGM. As a result, Independent Shareholders holding a total of 763,120,283 Shares were entitled to attend and vote for or against the ordinary resolutions proposed at the SGM. No Shareholders were entitled to attend and vote only against the ordinary resolutions at the SGM.

By order of the Board of
FOUNDER HOLDINGS LIMITED
Zhang Zhao Dong
Chairman

Hong Kong, 22 September 2008

As at the date of this announcement, the Board of the Company comprises the executive directors of Mr Zhang Zhao Dong (Chairman), Professor Xiao Jian Guo (Deputy Chairman), Mr Liu Xiao Kun (President), Professor Wei Xin, Mr Chen Geng and Mr Xie Ke Hai, and the independent non-executive directors of Mr Li Fat Chung, Dr Hu Hung Lick, Henry and Ms Wong Lam Kit Yee.

** For identification purpose only*