



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 29/02/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Founder Holdings Limited

Date Submitted 5 March 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 00418 Description : Founder Hold

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>2,100,000,000</u>      | <u>HK\$0.10</u>                            | <u>HK\$210,000,000.00</u>                                |
| Increase/(decrease)                 | <u>Nil</u>                |  | <u>Nil</u>   |
| Balance at close of the month       | <u>2,100,000,000</u>      | <u>HK\$0.10</u>                            | <u>HK\$210,000,000.00</u>                                |

(2) Stock code : -- Description : --

|                                     | No. of ordinary<br>shares   | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|-----------------------------|--|--|
| Balance at close of preceding month | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |
| Increase/(decrease)                 | <u>                    </u> |  | <u>                    </u>                              |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |

## 2. Preference Shares

|                                     |                             |  |  |
|-------------------------------------|-----------------------------|--|--|
| Stock code :    --                  | Description :    --         |  |  |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                       | _____                                      | _____  |
| Increase/(decrease)                 | _____                       |  | _____  |
| Balance at close of the month       | _____                       | _____                                      | _____  |

## 3. Other Classes of Shares

|                                     |                                   |  |  |
|-------------------------------------|-----------------------------------|--|--|
| Stock code :    --                  | Description :    --               |  |  |
|                                     | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                             | _____                                      | _____  |
| Increase/(decrease)                 | _____                             |  | _____  |
| Balance at close of the month       | _____                             | _____                                      | _____  |

Total authorised share capital at the end of the month (*State  
currency*) :

**HK\$210,000,000.00**

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## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |           | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----------|-------------------------|--------------------------------|
|                                       | (1)                    | (2)       |                         |                                |
| Balance at close of preceding month   | <u>1,130,299,893</u>   | <u>--</u> | <u>--</u>               | <u>--</u>                      |
| Increase/ (decrease) during the month | <u>Nil</u>             | <u>--</u> | <u>--</u>               | <u>--</u>                      |
| Balance at close of the month         | <u>1,130,299,893</u>   | <u>--</u> | <u>--</u>               | <u>--</u>                      |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month |            |                            |            | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|------------|----------------------------|------------|--|---|
|  | Granted                   | Exercised  | Cancelled                  | Lapsed     |  |   |
| 1.Exercise price:<br><u>HK\$0.296</u>  |                           |            |                            |            |  |   |
| <u>Meeting approved</u><br><u>(24/ 05/2002)</u>  |                           |            |                            |            |  |   |
| <u>Ordinary shares</u><br><i>(Note 1)</i>  | <u>Nil</u>                | <u>Nil</u> | <u>Nil</u>                 | <u>Nil</u> | <u>Nil</u>   | <u>73,879,900</u>   |
| 2. --<br><u>( / / )</u><br><u>shares</u><br><i>(Note 1)</i>  |                           |            |                            |            |  |   |
| 3.--<br><u>( / / )</u><br><u>shares</u><br><i>(Note 1)</i>   |                           |            |                            |            |  |   |
|  |                           |            | Total A. (Ordinary shares) |            | <u>Nil</u>   |   |
|  |                           |            | (Preference shares)        |            | <u>--</u>  |   |
|  |                           |            | (Other class)              |            | <u>--</u>  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |            | <u>Nil</u>                 |            |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                             | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )  | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                 | _____ ( / / )                   |   |                                  |   |  |  |
| 2.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )  | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                 | _____ ( / / )                   |   |                                  |   |  |  |
| 3.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )  | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                 | _____ ( / / )                   |   |                                  |   |  |  |
| 4.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)   | _____                           |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )  | _____                           |   |                                  |   |  |  |
| Subscription price   | _____                           |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                                 | _____ ( / / )                   |   |                                  |   |  |  |
| Total B. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |                                 |   |                                  |   |  |  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description  | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month   | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|--|--|---|
| 1.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 2.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 3.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| 4.<br>_____<br>_____<br>_____  | _____                          | _____                              | _____                      | _____  | _____  | _____   |
| Stock code (if listed)<br>Class of shares issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date (if applicable) (dd/mm/yyyy) | _____                          | _____                              | _____                      | _____  | _____  | _____   |
|  |                                |                                    |                            | Total C. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |  |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:                                     | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| <del>1. _____<br/>                     _____<br/>                     _____ ( / / )<br/>                     _____ shares (Note 1)</del>    | <del>_____</del>   | <del>_____</del>  |
| <del>2. _____<br/>                     _____<br/>                     _____ ( / / )<br/>                     _____ shares (Note 1)</del>    | <del>_____</del>   | <del>_____</del>  |
| <del>3. _____<br/>                     _____<br/>                     _____ ( / / )<br/>                     _____ shares (Note 1)</del>    | <del>_____</del>   | <del>_____</del>  |
| <del>_____ Total D. (Ordinary shares)<br/>                     _____ (Preference shares)<br/>                     _____ (Other class)</del> | <del>_____</del>   | <del>_____</del>  |

Other Movements in Issued Share Capital

| Type of Issue   |                                 |  |  | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|--|--|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) _____<br><br>EGM approval date: (dd/mm/yyyy) _____ | _____  | _____   |

| Type of Issue |                      |                                 | No. of new shares of issuer issued during the month pursuant thereto  | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |       |
|---------------|----------------------|---------------------------------|---|---|-------|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____   | _____ |
| 7.            | Redemption of shares |                                 | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |



For Main Board and GEM listed issuers

| Type of Issue              |   | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|---|--|---|
| 9. Capital reorganisation  | Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / ) ( / / )  | _____  | _____   |
| 10. Other (Please specify) | At price : State currency _____<br><br>Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: ( / / ) ( / / ) | _____  | _____   |
| Total E.                   |   | (Ordinary shares) _____  | (Preference shares) _____   |
|                            |   | (Other class) _____  | _____   |

|   |     |     |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | Nil |
|   | (2) | --  |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | --  |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | --  |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

