



FOUNDER HOLDINGS LIMITED
方正控股有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code : 0418)

**RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 23 NOVEMBER 2007**

The Board is pleased to announce that the ordinary resolution to approve the S&P Agreement, the Master Purchase Agreement and the Cap was duly passed by way of poll by the Independent Shareholders at the SGM held on 23 November 2007.

Reference is made to the notice of the special general meeting (the “SGM”) and the circular dated 6 November 2007 (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.

RESULTS OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the ordinary resolution to approve the S&P Agreement, the Master Purchase Agreement and the Cap was duly passed by way of poll by the Independent Shareholders at the SGM held on 23 November 2007. 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.

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

ORDINARY RESOLUTION	FOR	AGAINST	Total number of Shares voted
	Number of Shares voted (%)	Number of Shares voted (%)	
Resolution to approve the S&P Agreement, the Master Purchase Agreement and the Cap	10,569,600 (100%)	0 (0%)	10,569,600

* For identification purpose only

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 resolution 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 resolution proposed at the SGM.

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

Hong Kong, 23 November 2007

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.