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RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 9 DECEMBER 2016

The Board is pleased to announce that the resolutions to approve (i) the transactions contemplated under the 2016 Entrusted Loan Master Agreement and the proposed annual caps in relation thereto for three years ending 31 December 2019 and (ii) the re-election of Mr. Shao Xing as an executive Director of the Company were duly passed at the SGM held on Friday, 9 December 2016.

Reference is made to the notice of SGM dated 15 November 2016 (the “**Notice of SGM**”) and the circular dated 15 November 2016 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as those defined in the Circular.

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 2016 Entrusted Loan Master Agreement and the proposed annual caps in relation thereto for three years ending 31 December 2019, such ordinary resolution was duly passed by the Independent Shareholders by poll at the SGM on Friday, 9 December 2016. The Board is also pleased to announce that as more than 50% of the valid votes were cast in favour of the ordinary resolution to approve the re-election of Mr. Shao Xing as an executive Director of the Company, such ordinary resolution was duly passed by the Shareholders by poll at the same SGM. 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 ordinary resolutions proposed at the SGM are as follows:

Ordinary Resolutions		For	Against	Total
		Number of Shares (%)	Number of Shares (%)	number of Shares voted (%)
(1)	To approve the transactions contemplated under the 2016 Entrusted Loan Master Agreement and the proposed annual caps in relation thereto for three years ending 31 December 2019.	92,164,206 (100%)	0 (0%)	92,164,206 (100%)
(2)	To re-elect Mr. Shao Xing as an executive director of the Company.	459,340,900 (100%)	0 (0%)	459,340,900 (100%)

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

As at the date of the SGM, the 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 (1). As a result, Independent Shareholders holding a total of 832,567,383 Shares were entitled to attend and vote on the above ordinary resolution (1) at the SGM.

No Shareholders is required to abstain from voting at the SGM in respect of the above ordinary resolution (2) and therefore all Shareholders holding a total of 1,199,746,993 Shares were entitled to attend and vote on the above ordinary resolution (2) at the SGM.

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

Pursuant to the poll results set out above, Mr. Shao Xing was re-elected as an executive Director of the Company. Biographical details of Mr. Shao Xing and the information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there has been no change to such information.

By Order of the Board
Founder Holdings Limited
Xiao Jian Guo
Chairman

Hong Kong, 9 December 2016

As at the date of this announcement, the board of directors of the Company comprises executive directors of Professor Xiao Jian Guo (Chairman), Mr. Shao Xing (President), Mr. Liu Jian, Professor Yang Bin, Ms. Zuo Jin and Ms. Sun Min, and the independent non-executive directors of Mr. Li Fat Chung, Ms. Wong Lam Kit Yee and Mr. Fung Man Yin, Sammy.

** For identification purpose only*