

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(Stock Code: 00418)

CONTINUING CONNECTED TRANSACTIONS

LEASING OF OFFICE PREMISES

CHANGE OF LEASING ENTITY

Reference is made to the announcement of Founder Holdings Limited (the “**Company**”) dated 29 December 2023 (the “**Announcement**”) in relation to leasing and property management of office premises. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

CHANGE OF LEASING ENTITY

Pursuant to the Announcement, each of Founder Electronics and Founder EasiPrint entered into 2024 Lease Agreements with New Founder to lease certain premises at Shangdi Founder Building from New Founder. On the same day, each of Founder Electronics and Founder EasiPrint entered into a supplemental agreement with New Founder to update such transactions and to revise the leased area and total rental amount.

On 25 June 2024, each of Founder Electronics and Founder EasiPrint entered into a supplemental agreement (collectively the “**Change of Leasing Entity Agreements**”) with New Founder and Beijing New Founder Boya Real Estate Management Co., Ltd.* (北京新方正博雅不動產管理有限公司) (“**New Founder Boya**”) in relation to change of leasing entity. Pursuant to the Change of Leasing Entity Agreements, New Founder Boya will take up the rights and obligations of New Founder under 2024 Lease Agreements from 1 July 2024.

Save as disclosed above, all other terms in 2024 Lease Agreements remains unchanged in all material respect.

INFORMATION OF NEW FOUNDER BOYA

New Founder Boya is an associate of New Founder by virtue of the fact that New Founder Boya is an indirect wholly-owned subsidiary of New Founder.

New Founder Boya is principally engaged in property management, non-residential real estate leasing, car park services, corporate management, conference and exhibition services, and hotel management.

As at the date of this announcement, the ultimate majority shareholder of New Founder is Ping An which holds 66.51% equity interest in New Founder and is a controlling shareholder of the Company. It is principally engaged in the business of insurance, banking, investment and Internet finance products and services.

Zhuhai Huafa Group Co., Ltd. (on behalf of Zhuhai State-owned Assets) (珠海華發集團有限公司(代表珠海國資)) indirectly held 28.5% equity interest in New Founder, and is principally engaged in development and operation of properties. The remaining equity interest of New Founder is directly held by Zhuhai Founder No. 1 Enterprise Management Partnership (Limited Partnership) (珠海市方正一號企業管理合夥企業(有限合夥)) by 1.63% and Zhuhai Founder No. 2 Enterprise Management Partnership (Limited Partnership) (珠海市方正二號企業管理合夥企業(有限合夥)) by 3.36%, both of which are shareholding platform companies of the creditors of the Five Companies including Peking Founder.

LISTING RULES IMPLICATIONS

As at the date of this announcement, New Founder is interested in 30.60% equity interest of the Company and therefore a controlling shareholder and a connected person of the Company under the Listing Rules. New Founder Boya is an associate of New Founder by virtue of the fact that New Founder Boya is an indirect wholly-owned subsidiary of New Founder. Meanwhile, Founder Electronics and Founder EasiPrint are wholly-owned subsidiaries of the Company. Therefore, the transactions contemplated under the 2024 Leasing Agreements after the change of entity contemplated under the Change of Leasing Entity Agreements from 1 July 2024 will continue to be continuing connected transactions of the Company. As the highest applicable percentage ratio (as defined under Rule 14.07 of the Listing Rules) for the transactions contemplated under the 2024 Leasing Agreements in aggregate exceeds 0.1% and is less than

5%, the transactions contemplated under the 2024 Leasing Agreements (with New Founder Boya as the new lessor) are subject to the reporting, annual review and announcement requirements but are exempt from the independent shareholders' approval requirement under the Listing Rules.

To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, no Director has material interest in the Change of Leasing Entity Agreements and will be required to abstain from voting on the relevant Board resolution approving the aforesaid agreements.

By Order of the Board
Founder Holdings Limited
Qi Zi Xin
Chairman

Hong Kong, 25 June 2024

As at the date of this announcement, the Board comprises executive directors of Mr. Qi Zi Xin (Chairman), Mr. Shao Xing (President), Mr. Wang Jin Chao, Mr. Zhang Jian Guo, Ms. Wu Jing and Mr. Li Shuo Feng, and the independent non-executive directors of Mr. Chan Chung Kik, Lewis, Mr. Lai Nga Ming, Edmund and Mr. Chak Chi Shing.

** For identification purpose only*