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(Stock Code: 00418)

**CHANGE OF EXECUTIVE DIRECTOR,
CHANGE OF CHAIRMAN OF THE BOARD OF DIRECTORS,
CHANGE OF AUTHORISED REPRESENTATIVE OF THE COMPANY,
AND
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

RESIGNATION OF DIRECTORS

The board of directors (the “**Board**”) of Founder Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Qi Zi Xin (“**Mr. Qi**”) has tendered his resignation as an executive director of the Company (“**Director**”) on 9 January 2025, due to his intention to devote more time for his commitments at Founder Information Industry Co., Ltd.* (“**Founder Information**”) (方正信息產業有限責任公司), the substantial shareholder of the Company.

The Board also hereby announces that Mr. Shao Xing (“**Mr. Shao**”) has tendered his resignation as an executive Director on 9 January 2025 due to his retirement.

Mr. Qi and Mr. Shao have confirmed that they have no disagreement with the Board and there is no other matter relating to their resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Qi and Mr. Shao for their invaluable contribution to the Company and the Group during their tenure of services.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that with effect from 9 January 2025, Mr. Guo Song (“**Mr. Guo**”) and Mr. Xu Chengjie (“**Mr. Xu**”) has been appointed as executive Directors of the Company.

The biographical details of Mr. Guo and Mr. Xu are set out below:

Mr. Guo

Mr. Guo, aged 45, holds the position of Director of Capital Operations at New Founder Holdings Development Co., Ltd. (“**New Founder**”), the substantial shareholder of the Company. He is a director of Beijing Founder Electronics Co., Ltd. (北京北大方正電子有限公司), a wholly-owned subsidiary of the Company. Since 2013, he has held various positions in Ping An Insurance (Group) Co., Ltd. (the substantial shareholder of the Company) and its subsidiaries. Mr. Guo obtained a Bachelor's degree in Engineering from Jilin University in 2002 and a Master's degree from York University in 2010. He is a mid-level economist in China and has obtained qualifications in various fields such as securities and funds. He has a solid professional foundation and rich management experience in corporate investment management and financial management.

Save as disclosed above, as at the date of this announcement, Mr. Guo does not at present, and did not in the past three years, hold any other position with the Company or any members of the Group or any directorship in other listed public companies.

Save as disclosed above, as at the date of this announcement, Mr. Guo does not have any relationships with any Directors, senior management, substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Guo does not have any interests in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong) (“**SFO**”).

Mr. Guo has entered into a service agreement as an executive Director with the Company for a term of two years from the date of appointment and should continue thereafter unless and until terminated by either the Company or Mr. Guo in accordance with the service agreement. Mr.

Guo is not entitled to any director's fee payable or salary payable at the time entering into the service agreement which, however, may be reviewed from time to time at the discretion of the Board. Mr. Guo will also be entitled to discretionary bonus to be determined at the end of each financial year. Mr. Guo is entitled to participate in any profit-related bonus scheme as may be established by the Company and his entitlement thereunder shall be determined at the absolute discretion of the Board and the total amount of bonus payable to all executive Directors thereunder shall not exceed 15 per cent. of the audited consolidated net profit (after payment of all bonuses) after taxation and non-controlling interests of the Group for that financial year. He will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the bye-laws of the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Guo that need to be brought to the attention of the shareholders of the Company or the Stock Exchange nor any further information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of Listing Rules.

Mr. Xu

Mr. Xu, aged 41, serves as the Assistant to the chairman of Founder Information, the substantial shareholder of the Company. He has held various positions in Ping An Insurance (Group) Co., Ltd. (the substantial shareholder of the Company) and its subsidiaries, and has worked in multiple international accounting firms, consulting firms, and investment management companies. Mr. Xu obtained a Bachelor's degree from Carleton University in Canada. He has a solid professional foundation and rich management experience in corporate investment management, strategic management, and financial management.

Save as disclosed above, as at the date of this announcement, Mr. Xu does not at present, and did not in the past three years, hold any position with the Company or any members of the Group or any directorship in other listed public companies.

Save as disclosed above, as at the date of this announcement, Mr. Xu does not have any relationships with any Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Xu does not have any interests in any shares of the Company within the meaning of Part XV of the SFO.

Mr. Xu has entered into a service agreement as an executive Director with the Company for a

term of two years from the date of appointment and should continue thereafter unless and until terminated by either the Company or Mr. Xu in accordance with the service agreement. Mr. Xu is not entitled to any director's fee payable or salary payable at the time entering into the service agreement which, however, may be reviewed from time to time at the discretion of the Board. Mr. Xu will also be entitled to discretionary bonus to be determined at the end of each financial year. Mr. Xu is entitled to participate in any profit-related bonus scheme as may be established by the Company and his entitlement thereunder shall be determined at the absolute discretion of the Board and the total amount of bonus payable to all executive Directors thereunder shall not exceed 15 per cent. of the audited consolidated net profit (after payment of all bonuses) after taxation and non-controlling interests of the Group for that financial year. He will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the bye-laws of the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Xu that need to be brought to the attention of the shareholders of the Company or the Stock Exchange nor any further information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Guo and Mr. Xu on joining the Board.

CHANGE OF CHAIRMAN OF THE BOARD

The Board hereby announces that due to the resignation of Mr. Qi as the executive Director on 9 January 2025, Mr. Qi also ceased to be the chairman of the Board of the Company (the “**Chairman**”) on the same day. Mr. Zhang Jian Guo (“**Mr. Zhang**”), an executive Director and the president of the Company (the “**President**”), was appointed to replace Mr. Qi as the Chairman of the Board with effect from 9 January 2025.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Zhang on his appointment as the Chairman of the Board.

CODE PROVISION PART 2 C.2.1 OF THE CORPORATE GOVERNANCE CODE

Mr. Zhang is the Chairman of the Board and the President of the Company. With extensive business and management experience in the key business areas of the Group, the Board considers that vesting the roles of the Chairman and the President in Mr. Zhang is beneficial to the management and business development of the Group and will provide a strong and

consistent leadership to the Group. The Board has a total of six Directors and three of them are independent non-executive Directors (the “INEDs”) who are qualified professionals and/or experienced individuals. As all major decisions are made in consultation with all the Board members who meet on a regularly basis to review the operations of the Group, and shall be approved by majority approval of the Board, with the three INEDs on the Board scrutinizing important decisions and offering independent perspectives, the Board believes that there are adequate safeguards in place to ensure sufficient balance of powers within the Board. The Board will continue to review and consider splitting the roles of the Chairman and the President at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

CHANGE OF AUTHORIZED REPRESENTATIVE OF THE COMPANY

Mr. Qi also ceased to be the authorized representative of the Company under Rule 3.05 of the Listing Rules with effect from 9 January 2025. Mr. Guo was appointed to replace Mr. Qi, together with Mr. Zhang, they will be the authorized representatives of the Company with effect from 9 January 2025.

The Board would like to take this opportunity to extend its warmest welcome to Mr. Guo on his appointment as the authorized representative of the Company.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces that due to the resignation of Mr. Qi as the executive Director on 9 January 2025, Mr. Qi also ceased to be a member and the chairman of the Nomination Committee of the Company and a member of the Remuneration Committee of the Company with effect from 9 January 2025. Mr. Zhang was appointed to replace Mr. Qi as the member and chairman of the Nomination Committee of the Company and the member of the Remuneration Committee of the Company with effect from 9 January 2025.

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

Hong Kong, 9 January 2025

As at the date of this announcement, the Board comprises executive directors of Mr. Zhang Jian Guo (Chairman and President), Mr. Wang Jin Chao, Mr. Guo Song, Mr. Xu Chengjie, Mr. Li Shuo Feng and Ms. Wu Jing, 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*