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(Stock Code: 00418)

**ESTABLISHMENT OF NOMINATION COMMITTEE;
APPOINTMENT TO THE NOMINATION COMMITTEE
AND
CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE**

ESTABLISHMENT OF NOMINATION COMMITTEE

The board of directors (the “Board”) of Founder Holdings Limited (the “Company”) is pleased to announce that a nomination committee (the “Nomination Committee”) has been established by the Board with written terms of reference with effect from 30 March 2012.

APPOINTMENT TO THE NOMINATION COMMITTEE

The Board has appointed Mr Fang Zhong Hua, Ms Wong Lam Kit Yee and Mr Fung Man Yin Sammy as members of the Nomination Committee. Mr Fang Zhong Hua has been appointed as the chairman of the Nomination Committee.

CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE

The Board announces that for the purpose of complying with the forthcoming amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited which will become effective on 1 April 2012, Mr Li Fat Chung, an existing member of the Remuneration Committee and an independent

non-executive director, has been appointed as the chairman of the Remuneration Committee in place of Mr Fang Zhong Hua, an executive director, with effect from 30 March 2012. Mr Fang Zhong Hua remains as a member of the Remuneration Committee.

By Order of the Board
Founder Holdings Limited
Tang Yuk Bo, Yvonne
Company Secretary

Hong Kong, 30 March 2012

As at the date of this announcement, the board of directors of the Company comprises executive directors of Mr Fang Zhong Hua (Chairman), Professor Xiao Jian Guo (Deputy Chairman), Mr Liu Xiao Kun (President), Ms Yi Mei, Mr Yang Bin and Mr Wo Fei Yu, 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*