FOUNDER HOLDINGS LIMITED
方正控股有限公司*

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00418)**

# PROPOSED AMENDMENTS TO THE EXISTING BYE-LAWS

This announcement is made by the Founder Holdings Limited (the "**Company**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board of directors (the "**Board**") of the Company proposes to amend the existing bye-laws of the Company (the "**Existing Bye-laws**") in order to, inter alia, (i) allow general meeting to be held in the form of a virtual meeting or a hybrid meeting and providing for voting by electronic means; (ii) reflect the amendments to the Listing Rules relating to treasury shares; (iii) explicitly incorporate the implied consent mechanism for disseminating corporate communications to shareholders of the Company (the "**Shareholders**") by means of electronic communication; and (iv) make other housekeeping and consequential amendments to the Existing Bye-laws where it is considered desirable and to comply with the prevailing provisions of the Listing Rules and the applicable laws of Bermuda.

The proposed amendments to the Existing Bye-laws ("**Proposed Amendments**") shall be subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company to be convened (the "**AGM**"). A circular containing, among other matters, details of the Proposed Amendments with a notice convening the AGM will be despatched to the Shareholders in due course.

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

Hong Kong, 2 April 2026

*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. Lai Nga Ming, Edmund, Mr. Chak Chi Shing and Ms. Tam Mei Chu.*

* *For identification purpose only*