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(Stock Code: 00418)

## **CONTINUING CONNECTED TRANSACTIONS**

### **PROPERTY MANAGEMENT OF OFFICE PREMISES**

#### **CHANGE OF PROPERTY MANAGEMENT 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 PROPERTY MANAGEMENT ENTITY**

Pursuant to the Announcement, each of Founder Electronics and Founder EasiPrint entered into 2024 Management Agreements with Beida Management, according to which Beida Management has agreed to provide each of Founder Electronics and Founder EasiPrint with property management services in relation to their respective office premises leased at Shangdi Founder Building.

On 17 May 2024, each of Founder Electronics and Founder EasiPrint entered into a change of entity agreement (collectively the “**Change of Entity Agreements**”) with Beida Management and Shanghai Delin Property Management Co., Ltd.\* (上海德麟物業管理有限公司) (“**Shanghai Delin**”). Pursuant to the Change of Entity Agreements, Shanghai Delin will take up the rights and obligations of Beida Management under 2024 Management Agreements from 1 June 2024.

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

## **INFORMATION OF SHANGHAI DELIN**

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

Shanghai Delin is principally engaged in property management, evaluation of property service, commercial complex management services, non-residential real estate leasing, residential housing leasing, park management services and car park services.

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. Shanghai Delin is an associate of New Founder by virtue of the fact that Shanghai Delin 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 Management Agreements after the change of entity contemplated under Change of Entity Agreements from 1 June 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 Management Agreements in aggregate exceeds 0.1% and is less than 5%, the transactions

contemplated under the 2024 Management Agreements (with Shanghai Delin as the new property management entity) 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 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, 17 May 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*