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C Y FOUNDATION GROUP LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 1182)

REQUISITION OF SUBSTANTIAL SHAREHOLDER TO APPOINT ADDITIONAL DIRECTORS

The Board has received a requisition from Luck Continent to convene a SGM for considering and, if thought fit, among other things, passing a resolution to appoint the following 13 persons as additional directors of the Company.

The board of directors (“Board”) of C Y Foundation Group Limited (“Company”) announces that the Board, on 26 November 2009, has received a requisition from Luck Continent Limited (“**Luck Continent**”), a substantial shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) of the Company to convene a special general meeting (the “**SGM**”) for considering and, if thought fit, passing resolutions to increase the maximum number of directors of the Company as provided for in the bye-laws of the Company to 25, and to appoint the following persons as additional directors of the Company (the “**Proposed Persons**”):

- (1) Dato POH Po Lian (Executive Director)
- (2) Dato LIM Sze Guan (Executive Director)
- (3) Dato MYHRE Carl Gunnar (Non-executive Director)
- (4) Mr. IO (Ruby) Cheok Kei (Non-executive Director)
- (5) Mr. TAN Eng Leng Herbert (Non-executive Director)
- (6) Mr. CHUA Chun Lim (Non-executive Director)
- (7) Mr. BALAKRISHNAN Narayanan (Independent Non-executive Director)
- (8) Mr. LAI Hock Meng (Independent Non-executive Director)
- (9) Mr. YONG Peng Tak (Independent Non-executive Director)
- (10) Mr. Charles HUA (Independent Non-executive Director)
- (11) Mr. HUI Hung Stephen (Independent Non-executive Director)
- (12) Mr. YIP Kui Wan (Independent Non-executive Director)
- (13) Mr. LAW Chiu William (Independent Non-executive Director).

As set out in the announcement of the Company dated 26 November 2009, Luck Continent had notified the Company that it had been approached by a third party (the “**Third Party**”)

for the acquisition of all or part of the shares and warrants of Luck Continent in the Company and talks relating thereto were taking place, though no firm offer had yet been received by Luck Continent.

According to Rule 26.4 of the Takeovers Code of the Securities and Futures Commission (the “Code”), no nominee of an offeror or persons acting in concert with it may be appointed to the Board, except with the consent of the Executive (as defined in the Code). Luck Continent, through its legal advisor, has replied to the Company that the Proposed Persons are not nominees of the Third Party, but has not provided the information regarding the Proposed Persons as set out under Rule 13.51(2) of the Listing Rules, or reasons for the proposed appointments at this point in time.

Pursuant to the bye-laws of the Company, the Company is required to convene the SGM for the purposes set out above within 21 days from the date of the requisition of Luck Continent. Subject to receipt by the Company of the necessary information from Luck Continent, the Company will convene the SGM for the purposes set out in this announcement.

By order of the Board
Cheng Chee Tock Theodore
Chairman

Hong Kong, 3 December, 2009

As at the date hereof, the Board comprises Mr. CHENG Chee Tock Theodore (Chairman), Mr. WOELM Samuel, Mr. WU Chuang John, Mr. CAO Dongxin, Mr. Ho Chi Chung Joseph, Mr. Yu Ping, Mr. Zhang Yiwei, Mr. Tang Ming, and Mr. Hu Xichang as executive directors; Dr. CHOW Steven, Mr. WANG Shan Chuan and Mr. Ng Pui Lung as independent non-executive directors.

All directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.