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WALNUT CAPITAL LIMITED
胡桃資本有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 905)

**POLL RESULTS OF THE ADJOURNED ANNUAL GENERAL MEETING
HELD ON 21 JUNE 2024 AND RETIREMENT OF
NON-EXECUTIVE DIRECTOR**

POLL RESULTS OF THE ADJOURNED AGM

The Board is pleased to announce that at the adjourned AGM held on Friday, 21 June 2024, all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

The Board announces that with effect from the conclusion of the adjourned AGM, Mr. Wang has retired as a non-executive Director.

Reference is made to the circular (the “**Circular**”) of Walnut Capital Limited (the “**Company**”) and its subsidiaries dated 23 April 2024, the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) dated 23 April 2024 and the notice of adjourned AGM dated 30 May 2024 . Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ADJOURNED AGM

The Board is pleased to announce that at the adjourned AGM held on Friday, 21 June 2024, all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

The poll results in respect of the resolutions proposed at the adjourned AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and the auditor of the Company for the year ended 31 December 2023.	596,284,979 (100%)	0 (0%)
2.	To re-elect Mr. Mung Bun Man, Alan as executive Director.	596,284,979 (100%)	0 (0%)
3.	To re-elect Mr. Fung Wai Ching (who has served for more than nine years) as independent non-executive Director.	596,284,979 (100%)	0 (0%)
4.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration.	596,284,979 (100%)	0 (0%)
5.	To appoint Elite Partners CPA Limited as the auditor of the Company and authorise the Board to fix its remuneration.	596,284,979 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company pursuant to ordinary resolution numbered 6 of the Notice.	596,284,979 (100%)	0 (0%)
7.	To give a general mandate to the Directors to repurchase shares of the Company pursuant to ordinary resolution numbered 7 of the Notice.	596,284,979 (100%)	0 (0%)
8.	To extend the general mandate granted to the Directors to issue new shares of the Company pursuant to ordinary resolution numbered 8 of the Notice.	596,284,979 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the proposed resolutions numbered 1 to 8, the resolutions numbered 1 to 8 were duly passed as ordinary resolutions by way of poll at the adjourned AGM.

As at the date of the adjourned AGM, the total number of issued Shares was 1,050,500,887 Shares, which was the total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the adjourned AGM. There were no Shares entitling the holder to attend and abstain from voting in favour at the adjourned AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the adjourned AGM. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the adjourned AGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Secretaries Limited, was appointed as the scrutineer at the adjourned AGM for the purpose of vote-taking.

All Directors attended the adjourned AGM either in person or by electronic means.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

The Board announces that with effect from the conclusion of the adjourned AGM, Mr. Wang Mingmin (“**Mr. Wang**”) has retired as a non-executive Director. Mr. Wang did not offer himself for re-election due to his wishes to devote more time to pursue his other business engagements.

Mr. Wang has confirmed that, in relation to his retirement as a non-executive Director, he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the Stock Exchange and/or the Shareholders.

The Board would like to express its sincere gratitude to Mr. Wang for his valuable contributions to the Company during his tenure of service.

By order of the Board
Walnut Capital Limited
Mung Kin Keung
Chairman

Hong Kong, 21 June 2024

As at the date of this announcement, the Board comprises of two executive Directors, namely, Mr. MUNG Kin Keung (Chairman) and Mr. MUNG Bun Man, Alan; and three independent non-executive Directors, namely, Mr. FUNG Wai Ching, Ms. LUI Sau Lin and Mr. CHUNG Wang Hei.