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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 ANNUAL GENERAL MEETING HELD ON 29 MAY 2025

The Board is pleased to announce that at the AGM held on Thursday, 29 May 2025, all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

References are made to the circular (the “**Circular**”) of Walnut Capital Limited (the “**Company**”) and its subsidiaries and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) both dated 24 April 2025. 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 AGM

The Board is pleased to announce that at the AGM held on Thursday, 29 May 2025, all the proposed 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 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 auditors of the Company for the year ended 31 December 2024.	596,285,940 (100%)	0 (0%)
2.	To re-elect Mr. Mung Kin Keung as executive Director.	596,285,940 (100%)	0 (0%)
3.	To re-elect Mr. Chung Wang Hei as independent non-executive Director.	596,285,940 (100%)	0 (0%)
4.	To re-elect Ms. Cheng Hiu Ching as independent non-executive Director.	596,285,940 (100%)	0 (0%)
5.	To authorise the board (the “ Board ”) of Directors to fix the Directors’ remuneration.	596,285,940 (100%)	0 (0%)
6.	To appoint Jon Gepsom CPA Limited as the auditors of the Company and to authorise the Board to fix its remuneration.	596,285,940 (100%)	0 (0%)
7.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company pursuant to ordinary resolution numbered 7 of the Notice.	596,285,940 (100%)	0 (0%)
8.	To give a general mandate to the Directors to repurchase shares of the Company pursuant to ordinary resolution numbered 8 of the Notice.	596,285,940 (100%)	0 (0%)
9.	To extend the general mandate granted to the Directors to issue new shares of the Company pursuant to ordinary resolution numbered 9 of the Notice.	596,285,940 (100%)	0 (0%)

Note: The full text of the ordinary resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of each of the proposed resolutions, all the resolutions were duly passed as ordinary resolutions of the Company by way of poll at the AGM.

As at the date of the 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 AGM. There were no Shares entitling the holders to attend and abstain from voting in favour at the 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 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 AGM.

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

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

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

Hong Kong, 29 May 2025

As at the date of this announcement, the board of the Company comprises 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. CHENG Hiu Ching and Mr. CHUNG Wang Hei.