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**CAPITAL
VC LIMITED**

首都創投有限公司

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*(Incorporated in the Cayman Islands with limited liability
and carrying on business in Hong Kong as CNI VC Limited)*
(Stock Code: 02324)

**POLL RESULTS OF ANNUAL GENERAL MEETING;
RETIREMENT OF DIRECTOR; AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Reference is made to the Company's circular (the "Circular") and notice of the AGM (the "Notice") both dated 31 January 2024. Capitalised terms used herein have the same meanings as those defined in the Circular and the Notice unless otherwise stated.

POLL RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by way of poll by the Shareholders at the AGM.

As at the date of the AGM, the number of issued shares of the Company was 420,128,249 shares, which was the total number of shares entitling the holders to attend and vote on all the resolutions at the AGM. There were no shares entitling the holder to attend and abstain from voting in favour of any of the resolutions 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 has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Tengis Limited, the Company's share registrar in Hong Kong, was appointed as the scrutineer for vote-taking at the AGM.

The voting results in respect of the resolutions at the AGM were as follows:

Ordinary Resolutions		Number of votes/(%)	
		For	Against
1	To receive and consider the audited financial statements and the directors' report and auditor's report for the year ended 30 September 2023	30,374,279 (100%)	0 (0%)
2(i)(a)	To re-elect Mr. Chan Cheong Yee as Director	30,374,279 (100%)	0 (0%)
2(ii)	To authorise the Board to fix the remuneration of Directors	30,374,279 (100%)	0 (0%)
3	To re-appoint auditors and to authorise the Board to fix their remuneration	30,374,279 (100%)	0 (0%)
4(A)	To grant a general mandate to the Directors to purchase the Shares	30,374,279 (100%)	0 (0%)
4(B)	To grant a general mandate to the Directors to issue additional Shares	30,374,279 (100%)	0 (0%)
4(C)	To extend the general mandate to allot Shares by adding the aggregate nominal amount of the purchased Shares	30,374,279 (100%)	0 (0%)

Note: As stated in the Company's announcement dated 23 February 2024, Mr. Lee Ming Gin has decided not to re-elect his directorship at the AGM. As such, the proposed resolution in relation to the re-election of Mr. Lee Ming Gin set out in the notice of AGM (i.e. resolution 2(i)(b)) would not and had not been voted at the AGM.

The Company would like to report that Mr. Chan Cheong Yee, Mr. Kong Fanpeng, Mr. Cheung Wai Kin, Mr. Lee Ming Gin and Ms. Lai Fun Yin attended the AGM either in person or via electronic means.

RETIREMENT OF DIRECTOR

Following the retirement of Mr. Lee Ming Gin, the Company had two independent non-executive Directors and members of the audit committee (the "Audit Committee") of the Company only. As such, the number of independent non-executive Directors falls below the minimum number as required under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and the number of the Audit Committee members also falls below the minimum number as required under Rule 3.21 of the Listing Rules. The Company is identifying a right candidate to fill the vacancy of independent non-executive Director resulting from the retirement of Mr. Lee Ming Gin as soon as practicable. Further announcement will be made as and when appropriate.

**APPOINTMENT OF CHAIRMAN OF EACH OF REMUNERATION COMMITTEE AND
NOMINATION COMMITTEE**

With effect from the date of this announcement, Mr. Cheung Wai Kin, an independent non-executive Director, has been appointed as the chairman of each of remuneration committee and nomination committee of the Company.

By Order of the Board
Capital VC Limited
Chan Cheong Yee
Executive Director

Hong Kong, 5 March 2024

As at the date of this announcement, the Board comprises executive Directors Mr. Kong Fanpeng and Mr. Chan Cheong Yee and independent non-executive Directors Mr. Lee Ming Gin, Ms. Lai Fun Yin and Mr. Cheung Wai Kin.