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**(I) RESIGNATION OF EXECUTIVE DIRECTOR AND CO-CHAIRMAN  
AND  
(II) WITHDRAWAL OF ORDINARY RESOLUTION AT THE ANNUAL  
GENERAL MEETING TO BE HELD ON 13 JUNE 2025**

Reference is made to the circular (the “**Circular**”) of Carry Wealth Holdings Limited (the “**Company**”) dated 25 April 2025 in relation to the annual general meeting of the Company to be held on 13 June 2025 (the “**AGM**”), the notice of the AGM dated 25 April 2025 (the “**AGM Notice**”) and the accompanying form of proxy of the Company (the “**Proxy Form(s)**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

**RESIGNATION OF EXECUTIVE DIRECTOR AND CO-CHAIRMAN**

The Board of the Company hereby announces that Mr. Shen Peng (“**Mr. Shen**”) resigned as an executive director and the co-chairman of the Board with effect from 30 April 2025 due to other work arrangement.

Mr. Shen has confirmed that he has no disagreement with the Company and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express appreciation to Mr. Shen for his invaluable contributions to the Company during his tenure of office.

## **WITHDRAWAL OF ORDINARY RESOLUTION AT THE AGM**

Following the resignation of Mr. Shen, ordinary resolution no. 2(i) in respect of the re-election of Mr. Shen as an executive Director as set out in the AGM Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM. Save as disclosed above, all other resolutions contained in the AGM Notice and the Proxy Form shall continue to be considered at the AGM. Proxy Forms lodged by Shareholders will remain valid except that no poll will be taken and counted for ordinary resolution no. 2(i).

By order of the Board  
**Carry Wealth Holdings Limited**  
**Choi Tan Yee**  
*Executive Director*

Hong Kong, 30 April 2025

*As at the date of this announcement, the Board comprises Mr. Zhang ZiXing and Mr. Choi Tan Yee as executive Directors and Mr. Cheng Wai Hei, Mr. Lam Chi Wing and Ms. Chiu Hoi Shan as independent non-executive Directors.*