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Capital Finance Holdings Limited
首都金融控股有限公司

(incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 8239)

PROPOSED CHANGE OF AUDITORS

The board of directors (the “**Board**” or “**Director(s)**”) of Capital Finance Holdings Limited (the “**Company**”) announces that Mazars CPA Limited (“**Mazars**”) will retire as the auditors of the Company upon the expiration of its current term of office with effect from the conclusion of the annual general meeting of the Company to be convened on 29 April 2016 (the “**AGM**”) and will not seek for re-appointment since the Company and Mazars could not reach a consensus on the audit fee for the financial year ending 31 December 2016.

Following the retirement of Mazars, the Board has resolved, with the recommendation from the Audit Committee of the Company and after receiving Moore Stephens CPA Limited’s consent in writing to be appointed as the new auditors of the Company, to propose the appointment of Moore Stephens CPA Limited, Certified Public Accountants, as the new auditors of the Company to fill the vacancy immediately arising from the retirement of Mazars and to hold office until the conclusion of the next forthcoming annual general meeting of the Company, subject to the approval of the Shareholders at the AGM.

A circular that contains, inter alia, the details of proposing to appoint Moore Stephens CPA Limited as the auditors of the company together with the notice of the AGM is to be dispatched to the shareholders of the Company in late March 2016.

The Company has received a confirmation from Mazars that there are no matters (including but not limited to, any occurrences that affect the relationship between the Company and Mazars) which Mazars needs to bring to the attention of holders of securities or creditors of the Company in relation to its retirement. The Board has also confirmed that there is no disagreement between Mazars and the Company and there are no other matters in respect of the proposed change of auditors that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude for Mazars's services rendered to the Company during its tenure of office.

By order of the Board
Capital Finance Holdings Limited
Mr. Zhang Wei
Chairman and Executive Director

Hong Kong, 21 March 2016

As at the date of this announcement, the executive Directors are Mr. Zhang Wei, Mr. Wong Wai Sing and Mr. Han Jianli, and the independent non-executive Directors are Mr. Chen Yihua, Mr. Du Hui and Ms. Sze Sau Wan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website on the "Latest Company Announcements" page for at least seven days from the date of its posting and on the website of the Company at <http://www.capitalfinance.hk>.