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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)

**COMPLETION OF THE DISCLOSEABLE AND EXEMPTED
CONNECTED TRANSACTION IN RELATION TO THE DISPOSAL OF
(I) THE ENTIRE EQUITY INTEREST IN
BEIJING AUTO-SERVE SOFTWARE COMPANY LIMITED*
AND
(II) THE ENTIRE ISSUED SHARE CAPITAL OF
VIBRANT YOUTH LIMITED**

Reference is made to the announcement (the “**Announcement**”) of Capital Finance Holdings Limited (the “**Company**”) dated 24 March 2016 in relation to the disposal of (i) the entire equity interest in Beijing Auto-Serve Software Company Limited* and (ii) the entire issued share capital of Vibrant Youth Limited. Terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

COMPLETION OF THE DISPOSAL

The Board of the Company is pleased to announce that Completion took place on 31 March 2016 in accordance with the terms of the Agreement. The Consideration of HK\$26,208,000 (equivalent to approximately RMB21,840,000) has been fully paid by the Purchaser A and nominee of the Purchasers to the Vendor A and nominee of the Vendor B before the Completion Date.

Following the Completion, the Disposal Group will cease to be subsidiaries of the Company and the financial results of the Disposal Group will no longer be consolidated into the consolidated financial statements of the Company. The Group will also cease to engage in the business of development and sales of enterprise software and provision of software maintenance and support services for financial sectors.

FURTHER INFORMATION OF THE DISPOSAL GROUP

The Company would like to provide further financial information of the Disposal Group.

Set out below is the financial information of the Target Company A as extracted from its management accounts prepared in accordance with the PRC generally accepted accounting principles for the financial year ended 31 December 2014, audited statement of comprehensive income for the year ended 31 December 2015, unaudited statement of financial position as at 31 December 2015 and management accounts for the nine months ended 31 December 2015, prepared in accordance with the HKFRS respectively:

	For the financial year ended 31 December 2014 unaudited RMB'000	For the financial year ended 31 December 2015 audited RMB'000	For the nine months ended 31 December 2015 unaudited RMB'000
Revenue	5,826	17,487	14,154
Net profit before tax	322	5,825	4,598
Net profit after tax	320	5,295	4,300
	As at 31 December 2014 unaudited RMB'000	As at 31 December 2015 unaudited RMB'000	As at 31 December 2015 unaudited RMB'000
Net assets	5,745	10,747	10,747

Set out below is the financial information of Target Company B as extracted from its unaudited consolidated management accounts prepared in accordance with the HKFRS for the period from 4 November 2014, being the date of incorporation of Target Company B, to 31 December 2014, the year ended 31 December 2015 and the nine months ended 31 December 2015:

	From 4 November to 31 December 2014	For the financial year ended 31 December 2015	For the nine months ended 31 December 2015
	unaudited	unaudited	unaudited
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue	–	–	–
Net loss before tax	(24)	(11)	(11)
Net loss after tax	(24)	(11)	(11)
	As at	As at	As at
	31 December	31 December	31 December
	2014	2015	2015
	unaudited	unaudited	unaudited
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Net assets	977	966	966

Save as disclosed above, all other information in the Announcement remain unchanged.

For the purpose of this announcement, conversion of RMB into HK\$ is based on the exchange rate of RMB1.00 to HK\$1.20. The exchange rate has been used, where applicable, for the purposes of illustration only and do not constitute a representation that any amounts were or may have been exchanged at this or any other rates or at all.

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

Hong Kong, 31 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>.

** For identification purpose only*