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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)

POLL RESULT OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the proposed resolution as set out in the Notice was duly passed by the Independent Shareholders as ordinary resolution by way of poll at the SGM held on 26 January 2021.

Reference is made to the circular incorporating the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of Capital Finance Holdings Limited (the “**Company**”) dated 7 January 2021 relating to the Rights Issue (the “**Circular**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULT OF THE SGM

At the SGM held on 26 January 2021, the proposed resolution as set out in the Notice was taken by poll. The Company’s Registrar, Tricor Tengis Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

As at the date of SGM, the total number of issued Shares in the Company was 281,276,411 Shares. As the Rights Issue, if proceeded with, will increase the number of the issued Shares by more than 50%, the Rights Issue is conditional on approval by the Independent Shareholders at the SGM by a resolution on which the Directors (excluding the independent non-executive Directors) and chief executive of the Company and their respective associates shall abstain

from voting in favour under Rule 10.29(1) and Rule 10.29A(2) of the GEM Listing Rules since there is no controlling Shareholder. As such, Mr. Zhang, Ms. Li and Mr. Zang Wei and their respective associates should abstain from voting in favour of the resolution(s) to approve the Rights Issue and the transactions contemplated thereunder at the SGM and have so abstained. As at the date of the SGM, (i) Mr. Zhang holds 22,752,640 Shares, representing approximately 8.09% of the issued share capital of the Company, and (ii) Ms. Li holds 14,587,600 Shares, representing approximately 5.19% of the issued share capital of the Company. Mr. Zang Wei and his associates and the respective associates of Mr. Zhang and Ms. Li do not hold any Shares in the Company as at the date of the SGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the proposed resolution at the SGM was 243,936,171 Shares, representing approximately 86.72% of the total number of issued Shares of the Company.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no other Shareholders are required to abstain from voting at the SGM. Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolution at the SGM and there were no Shares requiring the Shareholders to abstain from voting at the SGM under the GEM Listing Rules. No parties were indicated in the Circular that they intended to vote against or to abstain from voting on any resolution at the SGM.

The Board is pleased to announce that the proposed resolution was duly passed by the Independent Shareholders as ordinary resolution by way of poll at the SGM. The poll result in respect of the proposed resolution was as follows:

Ordinary Resolution <i>Note 1</i>	Number of Votes (%) <i>Note 2</i>	
	For	Against
To approve the Rights Issue and the transactions contemplated thereunder.	24,549,384 (100%)	0 (0%)

Note 1: The full text of the proposed resolution appears in the Notice of SGM dated 7 January 2021.

Note 2: The number of votes and percentage of voting Shares are based on the total number of issued Shares held by the Independent Shareholders who voted at the SGM in person or by proxy.

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

Hong Kong, 26 January 2021

As at the date of this announcement, the executive Directors are Mr. Zhang Wei and Ms. Li Wei; the non-executive Director is Mr. Zang Wei; and the independent non-executive Directors are Mr. Chen Yihua, Mr. Du Hui and Dr. Wong Wing Kuen Albert.

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 “Latest Listed Company Information” page of the GEM website for at least seven days from the date of its posting and the Company’s website at <http://www.capitalfinance.hk>.