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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 RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 28 JUNE 2022

References are made to the notice (the “**Notice**”) of special general meeting (the “**SGM**”) and the circular (the “**Circular**”) of Capital Finance Holdings Limited (the “**Company**”) dated 13 June 2022. Capitalised terms used herein shall have the same meanings as those defined in the Notice and Circular unless otherwise stated herein.

POLL RESULTS OF THE SGM

The Board is pleased to announce that all the proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Independent Shareholders as ordinary resolutions by way of poll at the SGM held on 28 June 2022.

Tricor Tengis Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the SGM.

As at the date of the SGM, the total number of issued shares in the Company was 1,011,829,233. As stated in the Circular, Bustling Capital Limited, which holds 10,000,000 Shares, representing approximately 0.99% of the total issued share capital of the Company, should abstain from voting on the 2022 CB Subscription Agreements, the 2023 CB Subscription Agreements and the transactions contemplated thereunder at the SGM and had so abstained. The total number of Shares entitling the Shareholders to attend and vote for or against all the Resolutions at the SGM was 1,001,829,233, representing approximately 99.01% of the total issued share capital of the Company. Save as disclosed above, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the SGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholders were required under the GEM Listing Rules to abstain from voting at the SGM. Save as disclosed above, no person had indicated in the Circular of his intention to vote against or to abstain from voting on any of the Resolutions at the SGM. The SGM was chaired by Ms. Li Wei, an executive Director. All the Directors had attended the SGM either in person or by electronic means.

The poll results in respect of the Resolutions at the SGM are set out below:

Ordinary Resolutions ^(Note)		Number of Shares voted (%)	
		For	Against
1.	To approve the Increase in Authorised Share Capital.	467,114,332 (100%)	0 (0%)
2.	To approve the 2022 CB Subscription Agreements, the issue of the 2022 Convertible Bonds and the grant of the specific mandate to the board of Directors of the Company to allot and issue the 2022 CB Conversion Shares.	467,114,332 (100%)	0 (0%)
3.	To approve the 2023 CB Subscription Agreements, the issue of the 2023 Convertible Bonds and the grant of the specific mandate to the board of Directors of the Company to allot and issue the 2023 CB Conversion Shares.	467,114,332 (100%)	0 (0%)

Note: The full text of the ordinary resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of all of the Resolutions, all the Resolutions were duly passed as ordinary resolutions by way of poll at the SGM.

By Order of the Board
Capital Finance Holdings Limited
Zhang Wei
Chairman and Chief Executive Officer

Hong Kong, 28 June 2022

As at the date of this announcement, the executive Directors are Mr. Zhang Wei and Ms. Li Wei; and the independent non-executive Directors are Mr. Chen Yihua, Mr. Lee Zak Yuen and Mr. Chan Ngai Fan.

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>.