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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 MAY 2015**

Reference is made to the circular (the “**Circular**”) of Capital Finance Holdings Limited (the “**Company**”) dated 12 May 2015 in relation to, among others, the proposed refreshment of the Existing General Mandate to issue Shares. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise specified.

As at the date of the SGM, (i) the total number of issued shares in the Company was 1,125,335,562 Shares, (ii) Mr. Wong Wai Sing (an executive Director who was interested in 3,112,076 Shares, representing approximately 0.28% of the issued shares in the Company) and his associates are required to abstain from voting in favour of the resolution (the “**Resolution**”) as set out in the notice of the SGM dated 12 May 2015 (the “**Notice**”) approving the proposed refreshment of the Existing General Mandate at the SGM; and (iii) no other Shareholder was required to abstain from voting at the SGM under the GEM Listing Rules. No parties has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution at the SGM.

The Board is pleased to announce that the Resolution, which was voted on by poll at the SGM, was approved by the Shareholders as ordinary resolution. The poll results in respect of the Resolution was as follows:

Ordinary Resolution ^{Note}		Number of votes (%)	
		For	Against
1.	To approve the proposed Resolution 1 (please refer to ordinary resolution no. 1 as set out in the Notice).	268,000,000 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this Resolution, the Resolution was duly passed as an ordinary resolution.			

Note: Please refer to the Notice for the full text of the Resolution.

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

By Order of the Board
Capital Finance Holdings Limited
Mr. Han Jianli
Chairman and Executive Director

Hong Kong, 28 May 2015

As at the date of this announcement, the executive Directors are Mr. Han Jianli and Mr. Wong Wai Sing, and the independent non-executive Directors are Mr. Kwok Kam Tim, Mr. Chen Yihua and Mr. Du Hui.

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 7 days from the date of its posting and the Company's website at <http://www.capitalfinance.hk>.