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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 SUBSCRIPTION OF NEW SHARES UNDER
THE EXISTING GENERAL MANDATE**

The Board is pleased to announce that all the conditions precedent to completion of the Subscription have been fulfilled. The Completion took place on 24 June 2015, pursuant to which 29,270,000 Subscription Shares were allotted and issued to the Subscriber at the Subscription Price of HK\$0.41 per Subscription Share.

Reference is made to the announcement (the “**Announcement**”) of Capital Finance Holdings Limited (the “**Company**”) dated 12 June 2015 in relation to the proposed subscription of new shares of the Company by Premier Business Limited under the existing general mandate granted to the directors of the Company pursuant to an ordinary resolution of the shareholders of the Company passed on 28 May 2015. Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

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EFFECT ON SHAREHOLDING STRUCTURE

The shareholding structure of the Company immediately before and after the Completion is as follows:

Name of the Shareholders	Immediately before the Completion		Immediately after the Completion	
	Number of Shares	%	Number of Shares	%
Substantial Shareholders				
Mr. Dai Di (<i>Note 1</i>)	174,200,000	15.48	174,200,000	15.09
Mr. Dai Hao & Ms. Jin Yu (<i>Notes 2 & 3</i>)	93,800,000	8.34	93,800,000	8.12
Directors				
Mr. Wong Wai Sing (“Mr. Wong”) (<i>Note 4</i>)	3,112,076	0.28	3,112,076	0.27
Public Shareholders (including the Subscriber)				
Premier Business Limited	–	–	29,270,000	2.54
Other public Shareholders	854,223,486	75.90	854,223,486	73.98
Total:	<u>1,125,335,562</u>	<u>100.00</u>	<u>1,154,605,562</u>	<u>100.00</u>

Notes:

1. Mr. Dai Di is interested in 174,200,000 Shares, through Exuberant Global Limited, a company wholly and beneficially owned by him.
2. Mr. Dai Hao is the brother of Mr. Dai Di. Mr. Dai Hao is interested in 26,800,000 Shares, through Time Prestige Holdings Limited (“Time Prestige”), a company wholly and beneficially owned by him. In addition, by virtue of being the spouse of Ms. Jin Yu, Mr. Dai Hao is also deemed to be interested in the 67,000,000 Shares held by Bustling Capital Limited (“Bustling Capital”).
3. Ms. Jin Yu is interested in 67,000,000 Shares, through Bustling Capital, a company wholly and beneficially owned by her. In addition, by virtue of being the spouse of Mr. Dai Hao, Ms. Jin Yu is also deemed to be interested in the 26,800,000 Shares held by Time Prestige.

4. Mr. Wong is the vice chairman of the Company and an executive Director and is also the beneficial owner of 36,400 Shares. In addition, 75,676 Shares are held by Ming Kei International Holding Company Limited (“MKIH”), a company which is beneficially and wholly owned by Mr. Wong, and 3,000,000 Shares are held by Twin Star Global Limited (“TWGL”), a company which is 50% owned by Mr. Wong. Accordingly, Mr. Wong is deemed to be interested in the aggregate of 3,075,676 Shares held by MKIH and TWGL.

For and on behalf of the Board of
Capital Finance Holdings Limited
Mr. Han Jianli
Chairman and Executive Director

Hong Kong, 24 June 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. Du Hui and Mr. Chen Yihua.

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 www.capitalfinance.hk.