



# 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)

### PROXY FORM

Proxy form for use by the shareholders of Capital Finance Holdings Limited (the “Company”) at the special general meeting (the “SGM”) to be convened at Unit 2613A, 26th Floor, Mira Place Tower A, 132 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Tuesday, 28 June 2022 at 3:00 p.m. (or any adjournment thereof).

I/We <sup>(note a)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the holder(s) of <sup>(note b)</sup> \_\_\_\_\_ shares (the “Shares”) of HK\$0.05 each of the Company hereby appoint the chairman (the “Chairman”) of the SGM or \_\_\_\_\_

of \_\_\_\_\_

to act as my/our proxy <sup>(note c)</sup> at the SGM to be held at Unit 2613A, 26th Floor, Mira Place Tower A, 132 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Tuesday, 28 June 2022 at 3:00 p.m. and at any adjournment thereof in respect of the resolutions set out in the notice convening the SGM (the “Notice”) and to vote on my/our behalf as directed below.

	ORDINARY RESOLUTIONS <sup>(note d)</sup>	FOR <sup>(note e)</sup>	AGAINST <sup>(note e)</sup>
1.	To approve the Increase in Authorised Share Capital.		
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.		
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.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2022

Shareholder’s signature X \_\_\_\_\_ X <sup>(notes f, g, h, i and j)</sup>

#### Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the SGM as your proxy, please delete the words “the chairman (the “Chairman”) of the SGM or” and insert the name and address of the person appointed proxy in the space provided.
- The descriptions of the resolutions are by way of summary only. The full text appears in the notice convening the SGM. Unless otherwise defined, capitalised terms used in this form of proxy shall have the same meanings as defined in the Notice.
- If you wish to vote for the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against the resolutions, please tick (“✓”) the boxes marked “Against”. If this form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his/her discretion in respect of the resolution. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the SGM other than those set out in the Notice.
- In the case of a joint holding, this proxy form may be signed by any joint holder, but if more than one joint holder is present at the SGM, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The proxy form must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours (i.e. 3:00 p.m. on Sunday, 26 June 2022) before the time of the SGM or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of a proxy form shall not preclude you from attending and voting in person at the SGM or any adjournment thereof and in such event, this form appointing a proxy shall be deemed to be revoked.

#### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the SGM of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Tengis Limited at the above address.