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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)

SUPPLEMENTAL ANNOUNCEMENT
IN RELATION TO
PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



References are made to the announcements (the “**Announcements**”) of Capital Finance Holdings Limited (the “**Company**”) dated 3 July 2026 and 6 July 2026 in relation to the placing of new shares under general mandate. Unless defined otherwise, capitalised terms used herein shall have the same meaning as those defined in the Announcements.

This announcement is made to provide supplemental information in relation to the reasons for the Placing and use of proceeds and a second supplemental placing agreement to the Placing Agreement.

SUPPLEMENTAL INFORMATION ON THE REASONS FOR THE PLACING AND USE OF PROCEEDS

The interest-bearing loan as disclosed in the Announcements is a shareholder’s loan drawn down under a loan facility granted by a shareholder of the Company on 24 April 2026, with a maximum facility limit of HK\$150 million. The nature of the loan is an unsecured and interest-bearing advance, under which the aggregate outstanding principal and accrued interest to be repaid is approximately HK\$98.4 million. The facility bears interest at a rate of 0.5% per annum and matures on 23 July 2026. The loan was originally utilized by the Group as general working capital to support the daily operations of its short-term financing and lending services. No security or guarantee was provided by any connected persons of the Company for the loan.

As at 30 June 2026, the Group had cash and cash equivalents of approximately HK\$89.91 million. To meet the Group's ongoing financial obligations and operational needs, the Company requires additional funding taking into account: (i) the Company's total indebtedness (excluding the aforementioned interest-bearing loan) as at 30 June 2026 was approximately HK\$55.97 million, of which approximately HK\$51.48 million is scheduled to be repaid within the next six months; (ii) the administrative and other expenses for the year ending 31 December 2026 (the administrative and other expenses for the year ended 31 December 2025 amounted to approximately HK\$34.15 million); and (iii) the Group is primarily engaged in the provision of short-term financing services.

Having considered the Group's current cash position and the impending cash outflows, the Directors are of the view that the Placing can provide higher liquidity and operational flexibility to the Group, and is in the interests of the Company and its Shareholders as a whole.

SECOND SUPPLEMENTAL PLACING AGREEMENT

The Board announces that on 10 July 2026 (after trading hours), the Company and the Placing Agent entered into a second supplemental placing agreement (the **"Second Supplemental Placing Agreement"**) to the Placing Agreement (as supplemented by the supplemental placing agreement (the **"First Supplemental Placing Agreement"**) dated 6 July 2026).

Pursuant to the Second Supplemental Placing Agreement, the Company and the Placing Agent agreed to amend the Long Stop Date from 15 August 2026 to 24 July 2026 (or such later date as may be agreed between the Company and the Placing Agent).

Save as expressly amended or modified above by the Second Supplemental Placing Agreement, all the terms and condition of the Placing Agreement (as supplemented by the First Supplemental Placing Agreement) shall continue to be binding and remain in full force and effect.

Shareholders and potential investors should note that the completion of the Placing is subject to the fulfillment of the conditions as set out in the Placing Agreement (as amended and supplemented by the supplemental placing agreements) and the Placing may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.

By order of the Board
Capital Finance Holdings Limited
Zeng Zhiyun
Chairman and Executive Director

Hong Kong, 10 July 2026

As of the date of this announcement, the executive Directors are Mr. Zeng Zhiyun (Chairman), Ms. Qiu Mengru (Chief Executive Officer) and Ms. Li Wei; and the independent non-executive Directors are Mr. Tang Wai Yau, Mr. Li Wei and Mr. Wu Chennan.

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 website of the Exchange at <https://www.hkexnews.hk> for at least 7 days from the date of its posting and on the Company’s website at <https://www.capitalfinance.hk>.