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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 PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent



References are made to the announcements (the “**Announcements**”) of Capital Finance Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) dated 3 July 2026, 6 July 2026 and 10 July 2026 in relation to the placing of new shares under the general mandate. Capitalised terms used herein, unless otherwise defined, shall have the same meanings as those defined in the Announcements.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 23 July 2026. A total of 3,927,500 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at Placing Price of HK\$16.10 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 4.02% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner (if any) is third parties independent of the Company and its connected persons; and (ii) none of the Placees has become a substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the Placing.

The net proceeds from the Placing, after deduction of the placing commission and other related expenses, amounted to approximately HK\$61.58 million. The Company intends to apply all net proceeds from the Placing for repayment of the interest-bearing loan as disclosed in the Announcements and respective interest.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below illustrates the shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately upon completion of the Placing and as at the date of this announcement:

	Immediately before completion of the Placing		Immediately upon completion of the Placing and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
Mr. Yip Chi Him (<i>Note 1</i>)	26,600,000	28.35	26,600,000	27.21
Ms. Wang Jiayao (<i>Note 2</i>)	6,070,000	6.47	6,070,000	6.21
Other public Shareholders	61,171,461	65.18	61,171,461	62.56
Placee(s) procured by the Placing Agent	—	—	3,927,500	4.02
TOTAL	93,841,461	100.00	97,768,961	100.00

Notes:

- 26,600,000 Shares are beneficially held by HSI TECHNOLOGY (HONG KONG) LIMITED, which is wholly and beneficially owned by Mr. Yip Chi Him (“**Mr. Yip**”). By virtue of the SFO, Mr. Yip is deemed to be interested in the 26,600,000 Shares of the Company.
- 4,210,000 Shares are beneficially held by QUANTERA LIMITED (“**QUANTERA LIMITED**”), which is wholly and beneficially owned by Ms. Wang Jiayao (“**Ms. Wang**”). Ms. Wang is deemed or taken to be interested in the same block of Shares held by QUANTERA LIMITED for the purpose of the SFO. 1,860,000 Shares are directly and beneficially owned by Ms. Wang. In total, by virtue of the SFO, Ms. Wang is deemed to be interested in the 6,070,000 Shares of the Company.
- Certain figures and percentage figures included in the above table have been subject to rounding adjustments, and the aggregate of the percentage figures in the above table may not add up to 100% due to rounding of the percentage figures to two decimal places.

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

Hong Kong, 23 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>.