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WINTO GROUP (HOLDINGS) LIMITED

惠陶集團（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8238)

EXTENSION OF WAIVER FROM STRICT COMPLIANCE WITH THE MINIMUM PUBLIC FLOAT REQUIREMENT

Reference is made to the announcement issued by the Company dated 9 March 2018 and 11 May 2018 in relation to, among other things, waiver from strict compliance with Rule 11.23(7) of the GEM Listing Rules (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As mentioned in the Announcement on 11 May 2018, the Stock Exchange granted the Company a further waiver for a period of one month from 13 May 2018 to 12 June 2018. Since the last placing agreement (“**Placing Agreement**”) with China Industrial Securities International Capital Limited to procure the placing of an aggregate of not less than 864,000,000 Shares on a best effort basis was expired, the Offeror has taken the following course of actions to restore the minimum public float of not less than 25% of the entire issued Shares of the Company:

1. The Offeror is actively identifying the new placing agent to place down not less than 400,000,000 Shares on a best effort basis;
2. During the period from 11 May 2018 to 14 June 2018, the Offeror has already sold 95,632,000 Shares over the market to the public; and
3. As mentioned in the announcement dated 14 June 2018 in relation to the disposal of the Company’s Shares, Mr. Tang Yau Sing, the majority shareholder and Executive Director of the Company, has entered into a sale and purchase agreement to sell the entire interest in Maxace Holdings Limited which owns 360,000,000 Shares in the Company, representing approximately 4.17% of the entire issued Shares of the Company as at the date of this announcement.

As at the date of this announcement, approximately 16.4% of the entire issued Shares of the Company is held by the public. As the Waiver is expired on 12 June 2018, the Company has applied for, and the Stock Exchange granted on 14 June 2018, an extension of the Waiver for one month from 13 June 2018 to 12 July 2018.

Further announcement(s) will be made by the Company regarding the restoration of public float as and when appropriate pursuant to the GEM Listing Rules.

By order of the Board
Winto Group (Holdings) Limited
Tang Yau Sing
Executive Director

Hong Kong, 14 June 2018

As at the date of this announcement, the Board comprises Mr. Tang Yau Sing as executive director; and Mr. Wen Kai, Mr. Tsang Zee Ho, Paul and Mr. Tse Chi Wai as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and be posted and remains on the website of the Company at <http://www.wintogroup.hk>.