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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)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) of Winto Group (Holdings) Limited (the “**Company**”) and the notice (the “**Notice**”) of annual general meeting (“**AGM**”) to the shareholders of the Company (the “**Shareholders**”) dated 29 March 2018. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

As at the date of the AGM, the total number of Shares in issue is 8,640,000,000 Shares which is the total number of Shares entitling the holders to attend and vote on all resolutions at the AGM. There are no Shares entitling the holders to attend the AGM that are required to abstain from voting in favour at the AGM pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholders are required under the GEM Listing Rules to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions*		Number of Shares voted (Approximate %)	
		For	Against
1	To consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditor of the Company for the year ended 31 December 2017.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
2(A)	(i) To re-elect Mr. Tang Yau Sing as an Executive Director.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
	(ii) To re-elect Mr. Wen Kai as an Independent Non-executive Director.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
	(iii) To re-elect Mr. Tsang Zee Ho Paul as an Independent Non-executive Director.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
	(iv) To re-elect Mr. Tse Chi Wai as an Independent Non-executive Director.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
2(B)	To authorise the Board to fix the remuneration of the Directors.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
3	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company for the ensuing year and to authorise the Board to fix the remuneration of auditor.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
4	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Company's Shares.	4,762,849,000 (98.32%)	81,160,000 (1.68%)
5	To grant a general mandate to the Directors to repurchase the Company's Shares.	4,762,849,000 (99.98%)	1,160,000 (0.02%)
6	To extend the general mandate granted to the Directors to allot, issue and deal with the Company's Shares by the addition thereto the number of the Shares purchased by the Company.	4,762,849,000 (98.32%)	81,160,000 (1.68%)

\* The full text of the Resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of the resolutions numbered 1, 2(A)(i), 2(A)(ii), 2(A)(iii), 2(A)(iv), 2(B), 3, 4, 5 and 6, such resolutions were duly passed as ordinary resolutions of the Company by the Shareholders by way of poll.

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

Hong Kong, 28 June 2018

*As at the date hereof, the Board comprises Mr. Tang Yau Sing as executive Director; 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 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.*

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