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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 RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 10 DECEMBER 2024 AND SHARE CONSOLIDATION BECOMING EFFECTIVE

Reference is made to the circular (the “**Circular**”) of Winto Group (Holdings) Limited (the “**Company**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company both dated 22 November 2024 (the “**Notice of EGM**”) regarding the proposed share consolidation (the “**Share Consolidation**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolution regarding the Share Consolidation (the “**Resolution**”) as set out in the Notice of EGM was duly passed by the Shareholders by way of poll at the EGM held on 10 December 2024.

As at the date of the EGM, the total number of Shares in issue was 870,912,000, being the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution proposed at the EGM. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, there was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolution proposed at the EGM pursuant to Rule 17.47A of the GEM Listing Rules and no Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolution proposed at the EGM. In addition, no Shareholder had indicated his/her intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.

The full text of the Resolution was set out in the Notice of EGM. The poll result in respect of the Resolution was as follows:

ORDINARY RESOLUTION		Number of Shares voted (Approximate %)	
		FOR	AGAINST
1.	To approve the Share Consolidation	124,759,660 (100%)	– (0%)

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution at the EGM.

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

The EGM was chaired by Ms. Wong Chi Ling. Mr. Wong Yuk, Mr. Lin Zexin and Ms. Liu Xiaomin attended the EGM by electronic means and other Directors were unable to attend due to other business commitments.

SHARE CONSOLIDATION BECOMING EFFECTIVE

The Share Consolidation is expected to become effective on Thursday, 12 December 2024. Dealings in the Consolidated Shares on the Stock Exchange is expected to commence at 9:00 a.m. on Thursday, 12 December 2024. Please refer to the Circular for the details of the trading arrangements and the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation.

Further announcement(s) will be published by the Company to inform the Shareholders and its potential investors of any material development on the aforesaid matters in due course.

By Order of the Board
Winto Group (Holdings) Limited
Hung Yuen Kin
Executive Director

Hong Kong, 10 December 2024

As at the date of this announcement, the Board comprises Mr. Lui Man Wah, Mr. Hung Yuen Kin and Mr. Wong Yuk as executive Directors and Ms. Wong Chi Ling, Mr. Lin Zexin and Ms. Liu Xiaomin 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 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 Stock Exchange website at <http://www.hkexnews.hk> 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>.