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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)

**DELAY IN DESPATCH OF CIRCULAR AND
REVISED TIMETABLE IN RELATION TO
PROPOSED RIGHTS ISSUE ON THE BASIS OF
THREE (3) RIGHTS SHARES FOR EVERY ONE (1) SHARE
HELD AT THE CLOSE OF BUSINESS ON THE RECORD DATE
ON A NON-UNDERWRITTEN BASIS**

Reference is made to the announcement of Winto Group (Holdings) Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) dated 7 November 2025 in relation to, among other matters, the proposed rights issue on the basis of three (3) rights shares for every one (1) share held at the close of business of the record date on a non-underwritten basis (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As set out in the Announcement, a Circular containing, among other things, (i) further details of the Rights Issue; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue; and (iv) the notice of the EGM is expected to be despatched to the Shareholders on or before Tuesday, 9 December 2025.

As additional time is required for the Company to finalise the information to be contained in the Circular, the despatch of the Circular is expected to be postponed to a date on or before Tuesday, 23 December 2025.

REVISED EXPECTED TIMETABLE

In view of the delay in the despatch of the Circular, the expected timetable of the proposed Rights Issue and the associated trading arrangement is expected to be revised as follows:

Event	2025/2026
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Expected date of despatch of the circular together with notice and the form of proxy for the EGM	Tuesday, 23 December 2025
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Latest time and date for lodging transfers document in order to qualify for attendance and voting at the EGM.	4:30 p.m. on Friday, 9 January 2026
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Closure of register of members of the Company for attending the EGM (both days inclusive).	Monday, 12 January 2026 to Friday, 16 January 2026
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Latest time and date for lodging forms of proxy for the EGM	11:00 a.m. on Wednesday, 14 January 2026
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Record date for determining attendance and voting at the EGM	Friday, 16 January 2026
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Expected date and time of the EGM	11:00 a.m. on Friday, 16 January 2026
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Announcement of results of the EGM	Friday, 16 January 2026
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Register of members of the Company re-opens	Monday, 19 January 2026
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The following events are conditional upon the results of the EGM and therefore the dates are tentative only.

Last day of dealings in the Shares on a cum-rights basis	Monday, 19 January 2026
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First day of dealings in the Shares on an ex-rights basis	Tuesday, 20 January 2026
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Latest time for the Shareholders to lodge transfer of Shares in order to be qualified for the Rights Issue	4:30 p.m. on Wednesday, 21 January 2026
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Event**2025/2026**

Closure of register of members of the Company for the Rights Issue (both days inclusive)	Thursday, 22 January 2026 to Wednesday, 28 January 2026
Record date for determining entitlements to the Rights Issue	Wednesday, 28 January 2026
Register of members the Company re-opens	Thursday, 29 January 2026
Despatch of the Prospectus Documents	Thursday, 29 January 2026
First day of dealing in nil-paid Rights Shares	Monday, 2 February 2026
Latest time for splitting the PALs	4:30 p.m. on Wednesday, 4 February 2026
Last day of dealing in nil-paid Rights Shares	Monday, 9 February 2026
Latest time for acceptance of and payment for the Rights Shares.	4:00 p.m. on Thursday, 12 February 2026
Announcement of the number of the Placing Shares subject to the Unsubscribed Arrangements	Friday, 13 February 2026
Commencement of placing of the Placing Shares by the Placing Agent	Wednesday, 25 February 2026
Latest time of placing of the Placing Shares by the Placing Agent	6:00 p.m. on Friday, 6 March 2026
Latest Time for the Rights Issue and placing of the Placing Shares to become unconditional	4:00 p.m. on Monday, 9 March 2026
Announcement of results of the Rights Issue (including the results of the placing of the Placing Shares and the amount of the Net Gain per Placing Share under the Unsubscribed Arrangements).	Friday, 13 March 2026
Refund cheques to be despatched (if the Rights Issue does not proceed)	Monday, 16 March 2026

Event**2025/2026**

Certificates for fully-paid Rights Issue to be despatched Monday, 16 March 2026

Expected commencement of dealings in fully-paid

Rights Shares. 9:00 a.m. on
Tuesday, 17 March 2026

Payment of Net Gain to relevant No Action Shareholders

or Excluded Shareholders Tuesday, 24 March 2026

All times and dates stated above refer to Hong Kong local times and dates. The expected timetable for the Rights Issue set out above and all dates and deadlines specified in this announcement are indicative only and may be varied. Any changes to the expected timetable will be announced in a separate announcement by the Company as and when appropriate.

For and on behalf of the Board
Winto Group (Holdings) Limited
Lao Lai
Executive Director

Hong Kong, 9 December 2025

As at the date of this announcement, the Board comprises Mr. Lei Kam Chao and Ms. Lao Lai as executive Directors and Ms. Wong Chi Ling, Mr. Lee Kwok Lun and Mr. Ma King Fai, Lucas as independent non-executive Directors.

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 Stock Exchange at www.hkex.com.hk for seven days from the date of its posting and on the website of the Company at www.wintogroup.hk.