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Jiufang Digital Technology Holdings Limited
玖方數智科技控股有限公司

(formerly known as 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)

UPDATES IN RELATION TO THE DISCLAIMER OF OPINION SET OUT IN THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2025

This announcement is made by the board (the "**Board**") of directors (the "**Directors**") of Jiufang Digital Technology Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 17.10 of the Rules (the "**Listing Rules**") Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the Inside Information Provision (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board would like to provide updates in relation to the disclaimer of opinion relating to going concern (the "**2025 Disclaimer Opinion**") on the Group's consolidated financial statements for the year ended 31 December 2025 as set out in its annual report for the year ended 31 December 2025 (the "**2025 Annual Report**"). Unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the 2025 Annual Report.

The Board would like to provide the shareholders and potential investors of the Company with the following updates regarding the Company's steps and measures to alleviate the liquidity pressure and address the 2025 Disclaimer Opinion:

As of the date of this announcement:

(i) The Company issued a prospectus on 29 January 2026 to the shareholders of the Company proposing the rights issue on the basis of three rights shares for every one consolidated share held by the qualifying shareholders at a subscription price of HK$0.2 per rights share. The Company had completed the rights issue (the "**Rights Issue**") on 13 March 2026 to raise net proceeds of approximately HK$49.44 million by way of issue of 261,273,600 rights shares at a subscription price of HK$0.2 per rights share. Following the capital injection, the cash position of the Company has significantly improved;

(ii) The Company entered into a subscription agreement on 8 June 2026 in relation to the issue of convertible bonds in the aggregate principal amount of HK$3,500,000 bearing an interest rate of 4% per annum under general mandate. The Company had completed the issue of convertible bonds (the "**Convertible Bonds**") on 10 July 2026. Based on the initial conversion price of HK$0.2 per conversion share (the "**Conversion Shares**"), the Convertible Bonds can be converted into 17,418,240 Conversion Shares, the net of proceeds of which are used to further promote AI and omni-media precision marketing services and enhance the Group's operations in PRC as mentioned in item for (iii) below;

(iii) The Group is gradually transitioning away from a single service model primarily focused on traditional media resource output and advertising execution, and is upgrading to build an integrated, end-to-end intelligent marketing service system that encompasses market insights, integrated communication strategy planning, AI and omni-media precision marketing layout, AI content generation, precision media placement, generative engine optimization (GEO), and big data analytics, thereby achieving a comprehensive enhancement in business value and service scenarios. As at the date of this announcement, the Group has successfully secured several business mandates for its AI and omni-media precision marketing services;

(iv) During the period from 31 December 2025 to the date of this announcement, the Company appointed two renowned industry experts, Mr. Liu Heung Ming ("**Mr. Liu**") as an executive Director and Mr. Tian Tao ("**Mr. Tian**") as a non-executive Director, to strengthen the Group's management team in the PRC. These appointments serve to develop the Group's new AI and omni-media precision marketing services and plan to explore business development opportunities in Thailand, Indonesia, and other South Asian countries along the Belt and Road Initiative. Specifically, Mr. Liu brings over 30 years of media industry experience across media operations and advertising planning, including more than 10 years of collaboration with international advertising agencies. Mr. Tian possesses over 20 years of executive experience in market research, media data services, and technology consulting, with a strong focus on big data and AI marketing technology and commercialization; and

(v) The Company has been actively taking appropriate measures to control its operational costs.

The Board will continue to use its best endeavours to implement the measures to resolve the issues underlying the 2025 Disclaimer Opinion and will publish further announcement(s) when appropriate.

By Order of the Board
Jiufang Digital Technology Holdings Limited
Lao Lai
Executive Director

Hong Kong, 13 August 2026

As at the date of this announcement, the Board comprises Ms. Lao Lai, Mr. Zhou Yihong, Mr. Kam Chun Ying Francis and Mr. Liu Heung Ming as executive Directors; Mr. Tian Tao as non-executive Director; and Mr. Liu Weishi, Ms. Wang Shiling and Mr. Zhou Zhencun as independent non-executive Directors.

This announcement, for which the Directors 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, 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.8238.hk.