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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 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 8 March 2018, the Stock Exchange granted the Company the Waiver for a period of three months commencing from 13 February 2018 to 12 May 2018. On 13 April 2018, Noble Gate International Limited entered into a placing agreement (“**Placing Agreement**”) with China Industrial Securities International Capital Limited (“**Placing Agent**”) to procure the placing of an aggregate of not less than 864,000,000 Shares (“**Placing of Shares**”) on a best effort basis to not less than six places who will be third parties independent of and not connected with the Company and its connected person (as defined in the GEM Listing Rules) on or before 11 May 2018, representing 10% of the entire issued Shares of the Company.

Since the entering into of the Placing Agreement, the stock market has been volatile and potential investors are waiting for the publication of the Company’s first quarterly results on 15 May 2018, so as to finalize the Placing of Shares.

As at the date of this announcement, approximately 19.4% of the entire issued shares of the Company is held by the public. As the Waiver will expire on 12 May 2018, the Company has applied for, and the Stock Exchange granted on 11 May 2018, an extension of the Waiver for 1 month from 13 May 2018 to 12 June 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, 11 May 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>.