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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)

DISPOSAL OF SHARES BY THE MAJORITY SHAREHOLDER

This announcement is made pursuant to Rule 17.10 of GEM Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Company was informed by Mr. Tang Yau Sing, the majority shareholder and Executive Director of the Company that on 14 June 2018 (after trading hours), Mr. Tang entered into a sale and purchase agreement with Ms. Chow Yau Lan, an independent third party, pursuant to which Mr. Tang agreed to sell the entire interest in Maxace which owns 360,000,000 shares in the Company, representing approximately 4.17% of the issued share capital of the Company as at the date of this announcement, at the consideration of HK\$20,880,000.

Following the Completion, Mr. Tang will own approximately 49.69% of the issued share capital of the Company.

This announcement is made by Winto Group (Holdings) Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The Company was informed by Mr. Tang Yau Sing, the majority shareholder and Executive Director of the Company that on 14 June 2018 (after trading hours), Mr. Tang entered into a sale and purchase agreement with Ms. Chow Yau Lan, an independent third party, pursuant to which Mr. Tang agreed to sell the entire interest in Maxace Holdings Limited (“**Maxace**”), an investment holding company incorporated in the British Virgin Islands, at the consideration of HK\$20,880,000. As at the date of this Announcement, Maxace owns 360,000,000 shares in the Company, representing approximately 4.17% of the issued share capital of the Company.

To the best of the Company's knowledge, information and belief, having made all reasonable enquiries, Ms. Chow is a third party independent of the Company (as defined in the GEM Listing Rules).

The Company was further informed by Mr. Tang that completion of the disposal of the entire interest in Maxace to Ms. Chow (the "Completion") is expected to take place on or before 29 June 2018.

Following the Completion, assuming that there is no other change in the share capital of the Company, Mr. Tang will own approximately 49.69% of the issued share capital of the Company, through Noble Gate International Limited, a company incorporated in the British Virgin Islands.

Shareholders and other investors of the Company are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 14 June 2018

As at the date of this announcement, the Board comprises Mr. Tang Yau Sing as an 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 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>.