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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)

INSIDE INFORMATION CLARIFICATION ANNOUNCEMENT

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 made by The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the annual report for the year ended 31 December 2018 (“**Annual Report**”) of the Company published on 31 March 2019, and the announcement of the Company dated 22 May 2019 (“**Announcement**”) in relation to, among other things, the settlement of the loan in the principal amount of HK\$5,000,000 (the “**HK\$5M Loan**”, which was previously defined as Loan A in the Annual Report and defined as the Loan in the Announcement) due to the Company from Xuancheng Financial Holdings Group Limited (the “**Borrower**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise defined herein.

In the Annual Report and the Announcement, the Company disclosed that the Borrower fully settled the outstanding principal amount and the accrued interest in an aggregate amount of HK\$5,350,000 on 20 March 2019. The board of directors of the Company wishes to inform its shareholders and potential investors that in the course of preparing the financial statements of the Company for the six months ended 30 June 2019, it has come to the notice of the Company that the cheque in the amount of HK\$5,350,000 drawn by the Borrower in favour of the Company for the full settlement of the HK\$5M Loan was dishonoured. As of the date of this announcement, partial settlement of HK\$1.6 million was received by the Company.

The Company is liaising with the Borrower on repayment of the remaining outstanding indebtedness of the HK\$5M Loan and the Company is seeking legal advice from its legal advisors and may take further legal action against the Borrower.

The Company will make further announcement(s) as and when appropriate in accordance with the requirements of the GEM Listing Rules should there be any material development(s) in respect of the HK\$5M Loan.

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

Hong Kong, 17 July 2019

As at the date of this announcement, the Board comprises Mr. Tang Yau Sing and Mr. Wong Siu Hung, Patrick as executive Directors and Mr. Tsang Zee Ho, Paul, Ms. Wang Yan and Mr. Lau Fai, Lawrence 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.

All Directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in the announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in the announcement have been arrived at after due and careful consideration and there are no other facts not contained in the announcement, the omission of which would make any statement in the 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>.