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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) dated 3 April 2019 and the supplemental circular (the “**Supplemental Circular**”) dated 18 April 2019 of Winto Group (Holdings) Limited (the “**Company**”), and the notice (the “**AGM Notice**”) of the annual general meeting (“**AGM**”) of the Company dated 3 April 2019 and the supplemental notice (the “**Supplemental AGM Notice**”) of AGM to the shareholders of the Company (the “**Shareholders**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular unless otherwise defined herein.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM.

As at the date of the AGM, the total number of Shares in issue is 432,000,000 Shares which is the total number of Shares entitling the holders to attend and vote on all resolutions at the AGM. There are no Shares entitling the holders to attend the AGM that are required to abstain from voting in favour at the AGM pursuant to Rule 17.47A of the GEM Listing Rules. No Shareholders are required under the GEM Listing Rules to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions*		Number of Shares voted (Approximate%)	
		For	Against
1	To consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditor of the Company for the year ended 31 December 2018	6,524,600 100%	0 0%
2(A)	(i) To re-elect Mr. Wen Kai as an Independent Non-executive Director	6,524,600 100%	0 0%
	(ii) To re-elect Mr. Tse Chi Wai as an Independent Non-executive Director	6,524,600 100%	0 0%
	(iii) To re-elect Mr. Wong Siu Hung, Patrick as an Executive Director	6,524,600 100%	0 0%
	(iv) To re-elect Mr. Chen Xiao as a Non-executive Director	6,524,600 100%	0 0%
	(v) To re-elect Ms. Wang Yan as an Independent non-executive Director	6,524,600 100%	0 0%
	(vi) To re-elect Mr. Lau Fai Lawrence as an Independent Non-executive Director	6,524,600 100%	0 0%
2(B)	To authorise the Board to fix the remuneration of the Directors	6,524,600 100%	0 0%
3	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company for the ensuing year and to authorise the Board to fix the remuneration of auditor	6,524,600 100%	0 0%
4	To grant a general mandate to the Directors to allot and issue new ordinary shares of the Company	6,524,600 100%	0 0%
5	To grant a general mandate to the Directors to repurchase ordinary shares of the Company	6,524,600 100%	0 0%
6	To extend the general mandate granted to the Directors to issue new ordinary shares of the Company	6,524,600 100%	0 0%

* The full text of the Resolutions is set out in the AGM Notice and Supplemental AGM Notice.

As more than 50% of the votes were cast in favour of the resolutions numbered 1, 2(A)(i), 2(A)(ii), 2(A)(iii), 2(A)(iv), 2(A)(v), 2(A)(vi), 2(B), 3, 4, 5 and 6, such resolutions were duly passed as ordinary resolutions of the Company by the Shareholders.

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

Hong Kong, 8 May 2019

As at the date hereof, the Board comprises Mr. Tang Yau Sing and Mr. Wong Siu Hung, Patrick as executive Directors; Mr. Chen Xiao as a non-executive Director; Mr. Wen Kai, Mr. Tsang Zee Ho Paul, Mr. Tse Chi Wai, 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.

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>.