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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)

CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Winto Group (Holdings) Limited (the “**Company**”), together with its subsidiaries, the “**Group**”) hereby announces that with effect from 13 May 2026:

1. Mr. Lei Kam Chao (“**Mr. Lei**”) has tendered his resignation as an Executive Director of the Company, in order to devote more time to pursue his other business commitments;
2. Mr. Lee Kwok Lun (“**Mr. Lee**”) has tendered his resignation as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Corporate Governance and Risk Management Committee of the Company, in order to devote more time to pursue his other business commitments;
3. Mr. Liu Heung Ming (“**Mr. Liu**”) has been appointed as an executive Director of the Company;
4. Ms. Wang Shiling (“**Ms. Wang**”) has been appointed as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Corporate Governance and Risk Management Committee of the Company.

Each of Mr. Lei and Mr. Lee has confirmed that he has no disagreement with the other members of the Board and is not aware of any matters that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere appreciation to Mr. Lei and Mr. Lee for their valuable contribution to the Company during their tenure of office.

Set out below are the biographical detail of Mr. Liu and Ms. Wang:

Mr. Liu Heung Ming, 58 years old, obtained Bachelor's degree of Business Administration, from Areliano University in the Philippines in March 2010. Mr. Liu joined the Group in November 2018 as head of operations. He has over 30 years of experience in media industry, with comprehensive expertise across various roles as well as in media operations and advertising planning. Mr. Liu has more than 10 years of experience collaborating with international advertising agencies, specializing in integrated online and offline media and marketing strategies within the Greater Bay Area.

From 2011 to 2014, Mr. Liu worked at UO Group, serving as editor-in-chief, primarily responsible for the monthly travel magazine "E-Travellers". In September 2011, he founded "Exmoo News" (formerly known as "Exmoo Weekly"), Macau's first free newspaper, managing its content production, distribution, marketing, and advertising operations. During this period, he also spearheaded new media initiatives, launching the Exmoo News website and mobile application. From 2014 to 2018, Mr. Liu transitioned to Central International Communication Company Limited as President, with full responsibility for the overall operations of Exmoo News and the group's media business. From March 2005 to October 2009, Mr. Liu served as Deputy General Manager of the Guangzhou Branch of Wharf Cable Media Consulting (Beijing) Limited, where he founded "Children & Baby Monthly" and achieved exceptional results.

The Company has entered into a service contract with Mr. Liu for a term of one year commencing from his appointment. He is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the service contract, Mr. Liu is entitled to a salary of HK\$180,000 per annum and discretionary bonuses, other benefits and retirement benefit-defined contribution scheme, which is reviewed by the Board and the remuneration committee of the Company and determined by the Board with reference to market rate, his performance, qualifications and experience.

Save as disclosed above, as at the date of this announcement, Mr. Liu (i) does not hold any other position with the Company or any of its subsidiaries; (ii) does not hold any other directorships in any other listed public companies in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Director, senior management or substantial or controlling shareholders of the Company; and (iv) does not have or is not deemed to have any interests or short positions in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Liu confirmed that there are no other matters concerning his appointment that need to be brought to the attention of the shareholders of the Company and there is no other information in respect of Mr. Liu which is disclosable pursuant to Rules 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities (the "**GEM Listing Rules**") on the GEM of the Stock Exchange.

Ms. Wang Shiling, aged 42, obtained a Bachelor's degree in International Trade from the Guangdong University of Foreign Studies in the Guangdong Province of the PRC in December 2007. Ms. Wang has served as an Independent Non-Executive Director of Kidztech Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 06918.HK) since August 2021. Ms. Wang has over 10 years of experience in financial management and risk control, she worked in a number of investment and financial industry companies. Ms. Wang has been the director of risk management of Shenzhen City Guoan Yitong Investment Co., Ltd. since August 2017.

The Company has entered into a service contract with Ms. Wang for a term of one year commencing from her appointment. She is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the service contract, Ms. Wang is entitled to a salary of HK\$90,000 per annum and discretionary bonuses, other benefits and retirement benefit-defined contribution scheme, which is reviewed by the Board and the remuneration committee of the Company and determined by the Board with reference to market rate, her performance, qualifications and experience.

Save as disclosed above, as at the date of this announcement, Ms. Wang confirmed that she (i) does not hold any other position with the Company or any of its subsidiaries; (ii) does not hold any other directorships in any other listed public companies in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Director, senior management or substantial or controlling shareholders of the Company; and (iv) does not have or is not deemed to have any interests or short positions in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Wang has confirmed that (i) she has satisfied all the criteria for independence as set out in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) she has no past or present financial or other interest in the business of the Company or any of its subsidiaries, nor does she have any relationship with any core connected persons (as defined in the GEM Listing Rules) of the Company; and (iii) there are no other factors which may affect her independence at the time of her appointment.

Save as disclosed above, Ms. Wang confirmed that there are no other matters concerning his appointment that need to be brought to the attention of the Shareholders of the Company and there is no other information in respect of Ms. Wang which is disclosable pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Mr. Liu and Ms. Wang for joining the Board.

For and on behalf of the Board
Winto Group (Holdings) Limited
Kam Chun Ying Francis
Executive Director

Hong Kong, 13 May 2026

As at the date of this announcement, the Board comprises Ms. Lao Lai, Mr. Chen Yiliang, Mr. Kam Chun Ying Francis and Mr. Liu Heung Ming as executive Directors and Mr. Liu Weishi, Ms. Wang Shiling and Ms. Wong Chi Ling as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Listed Company Information” page of the website of the Stock Exchange at www.hkex.com.hk for seven days from the date of its posting and on the website of the Company at www.wintogroup.hk.