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**Mr. Zhong Yuhua**

鍾育華

**Ms. Ou Honglian**

歐紅蓮

**Mr. Zhong Juzhi**

鍾舉至

**Mr. Zhong Rongzhi**

鍾榮至

**Winning Tower Group Holdings Limited**

運興泰集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8362)**

## **JOINT ANNOUNCEMENT**

### **MONTHLY UPDATE ON MANDATORY UNCONDITIONAL CASH OFFER BY RAINBOW CAPITAL (HK) LIMITED FOR AND ON BEHALF OF THE OFFERORS TO ACQUIRE ALL OF THE ISSUED SHARES IN THE ISSUED SHARE CAPITAL OF WINNING TOWER GROUP HOLDINGS LIMITED (OTHER THAN THOSE SHARES ALREADY OWNED OR AGREED TO BE ACQUIRED BY THE OFFERORS AND PARTIES ACTING IN CONCERT WITH ANY ONE OF THEM)**

**Financial adviser to the Offerors**

**RAINBOW.**

RAINBOW CAPITAL (HK) LIMITED  
泓博資本有限公司

**Independent Financial Adviser to the Independent Board Committee**

**MESSIS 大有融資**

Reference is made to (i) the announcement jointly issued by Mr. Zhong Yuhua, Ms. Ou Honglian, Mr. Zhong Juzhi and Mr. Zhong Rongzhi (the “**Offerors**”) and Winning Tower Group Holdings Limited (the “**Company**”) dated 1 February 2024 (the “**Joint Announcement**”) in relation to, among other things, the Offer; and (ii) the announcement dated 21 February 2024 jointly issued by the Offerors and the Company dated 21 February 2024 (the “**Delay Announcement**”) in relation to the delay in despatch of the Composite Document. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Joint Announcement.

As disclosed in the Delay Announcement, an application was made to the Executive for a waiver from strict compliance with the requirement under Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Composite Document to a date falling on or before 5 April 2024. The Executive had granted such consent.

As at the date of this joint announcement, the Offerors and the Company are finalizing the contents of the Composite Document (including, among others, the incorporation of the audited financial information of the Group for the year ended 31 December 2023 which is expected to be published on 27 March 2024). It is expected that the Composite Document together with the form of acceptance will be despatched on or before 5 April 2024.

Further announcement will be made by the Company and the Offerors when the Composite Document is despatched or in the event of any changes to the expected timetable.

**Mr. Zhong Yuhua**

鍾育華

**Ms. Ou Honglian**

歐紅蓮

**Mr. Zhong Juzhi**

鍾舉至

**Mr. Zhong Rongzhi**

鍾榮至

By order of the Board of  
**Winning Tower Group Holdings Limited**  
**Lai King Wah**

*Chairman and Executive Director*

Hong Kong, 21 March 2024

*As at the date of this joint announcement, the executive Directors are Mr. Lai King Wah, Mr. Lai Ho Yin Eldon and Mr. Ho Timothy Kin Wah; the non-executive Directors are Mr. Yu Ting Hei, Mr. Wong Wang Leong and Ms. Ou Honglian; and the independent non-executive Directors are Mr. Chau Chun Wai, Mr. Lo Sun Tong and Mr. Lam Lai Kiu Kelvin.*

*All Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offerors and parties acting in concert with them), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offerors (in their capacity as an Offeror) and parties acting in concert with them) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*As at the date of this joint announcement, the Offerors are Mr. Zhong Yuhua, Ms. Ou Honglian, Mr. Zhong Juzhi and Mr. Zhong Rongzhi. The Offerors accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Vendors and the Group), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*This joint announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at <https://www.hkexnews.hk> for at least 7 days from the date of its publication and on the website of the Company at [www.wtgl.hk](http://www.wtgl.hk).*