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新華文軒出版傳媒股份有限公司

XINHUA WINSHARE PUBLISHING AND MEDIA CO., LTD.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 811)

ANNOUNCEMENT APPOINTMENT OF GENERAL MANAGER

The board (the “**Board**”) of directors (the “**Director(s)**”) of Xinhua Winshare Publishing and Media Co., Ltd.* (the “**Company**”) is pleased to announce that, the Board has considered and approved the Proposal on Appointing Mr. Li Qiang (“**Mr. Li**”) as the general manager (“**General Manager**”) of the Company at the Board meeting on 19 April 2019, pursuant to which the resignation of Mr. Yang Miao (“**Mr. Yang**”) as the General Manager was approved and Mr. Li was appointed as the General Manager. Mr. Li was relieved from the office of deputy general manager and his term of office as the General Manager will be from 19 April 2019 to the expiration of the fourth session of the Board of the Company.

Biographical details of Mr. Li are set out as follows:

Mr. Li Qiang, born in May 1973, is currently the deputy general manager of the Company; chairman of Sichuan Winshare Education Technology Co., Ltd. (四川文軒教育科技有限公司). He held the positions of deputy manager of the sales department and manager of the marketing center and operations centre of Sichuan Xinhua Publishing Group Textbook Company, assistant to general manager and deputy manager of the textbook distribution department (now known as textbook service department) of the Company, as well as general manager of Sichuan Winshare Education Technology Co., Ltd. Mr. Li served as a supervisor of the Company from June 2005 to September 2011, and general manager of the textbook service department of the Company since October 2006. He has been deputy general manager of the Company since March 2015. Mr. Li graduated from Wuhan University with a bachelor’s degree in Book Publication. He is also a senior economist and a senior administrative officer.

According to the relevant regulations of the Company’s articles of association, the Board has authorized the chairman of the Board to determine the basic salary of Mr. Li in respect of his post as the General Manager according to the Administrative Measures of Remuneration for the Operating Management Team of the Company, and his annual performance awards and matters relating to his medium- and long-term incentive (if applicable) will be determined by the remuneration and review committee of the Board according to the Administrative Measures of Performance Review for the Operating Management Team of the Company and the specific assessment plans for reward and punishment.

Mr. Li does not hold any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed above, Mr. Li has no relationship with the Company or any Directors, supervisors, senior management, controlling or substantial shareholders and de facto controller of the Company.

The Board would like to thank Mr. Yang for his valuable contributions made to the operation and management of Company during his term of office as the General Manager.

By Order of the Board
XINHUA WINSHARE PUBLISHING AND MEDIA CO., LTD.*
He Zhiyong
Chairman

Sichuan, the PRC
23 April 2019

As at the date of this announcement, the Board comprises (a) Mr. He Zhiyong, Mr. Chen Yunhua and Mr. Yang Miao as executive Directors; (b) Mr. Luo Jun, Mr. Zhang Peng and Mr. Han Xiaoming as non-executive Directors; and (c) Mr. Chan Yuk Tong, Ms. Xiao Liping and Mr. Fang Binxi as independent non-executive Directors.

* *For identification purposes only*