WIN SHARE

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)**

# DETERMINATION OF THE OFFER SIZE AND OFFER PRICE FOR THE A SHARE ISSUE

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the requirements of Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

References are made to the announcement of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**") in relation to the preliminary price consultation period of A Share Issue and setting out the principal provisions of the A Share Prospectus (the "**Announcement**") dated 19 July 2016 and the circular of the Company dated 29 January 2016 in relation to the A Share Issue (the "**Circular**"). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement and the Circular.

The Board is pleased to announce that, following the completion of preliminary market consultation with price consultation parties on 22 July 2016, the Company shall issue 98,710,000 A Shares at the offer price of RMB7.12 per A Share. The offer price was determined based on several factors including results of the preliminary price consultation, the basic circumstances of the issuer, the price of the H Shares of the Company, the demand for capital, the valuation of comparable companies, the industry's situation, market conditions and investors' structure.

For the finalised terms of the A Share Issue, please refer to the full text of the "Prospectus of A Share Issue of Xinhua Winshare Publishing and Media Co., Ltd."* in relation to the A Share Issue (the "**Finalised A Share Prospectus**") issued by the Company for the A Share Issue only in Chinese and the summary of the Finalised A Share Prospectus published on the website of the Shanghai Stock Exchange (www.sse.com.cn) and the website of the Stock Exchange (www.hkexnews.hk) on 26 July 2016.

The Company will keep the Shareholders and potential investors informed of any further development in relation to the A Share Issue as and when appropriate.

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

Sichuan, the PRC, 26 July 2016

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

* *For identification purpose only*