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)

VOLUNTARY ANNOUNCEMENT

MANDATE TO ACQUIRE WEALTH MANAGEMENT PRODUCTS WITH IDLE SELF-OWNED FUNDS

This announcement is made voluntarily by Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**", together with its subsidiaries, the "**Group**").

The board (the "**Board**") of directors (the "**Directors**") of the Company, at the fourteenth meeting of the fourth session of the Board for 2016 held on 21 October 2016, considered and approved the Resolution Regarding the Mandate to Acquire Wealth Management Products with Idle Self-owned Funds, pursuant to which the Board resolved that the Group shall acquire wealth management products (the "**Wealth Management Products**") with idle self-owned funds not exceeding RMB1 billion, taking into account the actual situation and needs of the Company and its subsidiaries, with details as follows:

I. DETAILS OF THE ACQUISITION OF WEALTH MANAGEMENT PRODUCTS

(1) Purposes of the acquisition of Wealth Management Products

To more efficiently make use of the idle self-owned funds of the Company, the Group intends to acquire low-risk Wealth Management Products with idle self-owned funds to enhance the Company's gain on investment, on the premise that the ordinary operations of the Company and its subsidiaries shall not be affected.

(2) The limit of mandate for the acquisition of Wealth Management Products

The limit of the mandate to acquire Wealth Management Products by the Company with idle self-owned funds shall not exceed RMB1 billion, which shall be jointly utilised by the Company and its subsidiaries on a rolling basis.

(3) The term of mandate for the acquisition of Wealth Management Products

The mandate shall be effective for twelve months from the date of consideration and approval by the Board, pursuant to which the management of the Company is authorised to handle specific matters in relation to the organisation and implementation of the acquisition, including but not limited to designation of personnel for market research, arrangement and implementation of proposals regarding the acquisition of Wealth Management Products in light of the working capital of the Company from time to time and selection of product types to be acquired as well as execution of relevant contracts.

(4) Product life of the Wealth Management Products

The Wealth Management Products are intended to be mainly in short and medium terms, the longest of which shall be under one year.

(5) Source of funds for the acquisition of Wealth Management Products

The Company shall acquire Wealth Management Products with self-owned funds of the Company.

(6) Types of Wealth Management Products

For the purpose of investment risk control, the Company shall acquire highly secured Wealth Management Products with high liquidity and low risks.

(7) The procedure of approval for carrying out entrusted wealth management

At the fourteenth meeting of the fourth session of the Board for 2016 of the Company, the Resolution Regarding Mandate to Acquire Wealth Management Products with Self-owned Idle Funds has been considered and approved. Approval by shareholders at general meeting in respect of the limit of mandate for acquiring the Wealth Management Products shall not be required.

(8) Disclosure of information on the acquisition of Wealth Management Products

The Company shall make disclosure on the status of the acquisition of Wealth Management Products by the Company in accordance with relevant laws, regulations and regulatory requirements.

II. IMPACTS ON DAILY OPERATIONS

The Company, having made sufficient estimations and assessments on risks and gains arising from the acquisition of Wealth Management Products and future demand for funds, believes that such use of funds will not have any impact on the daily capital turnover requirements and the development of business operations and principal businesses of the Company and its subsidiaries. Through wealth management, the Company will be able to more efficiently make use of its idle funds to obtain gains on investments and bring higher returns on investments for its shareholders.

Investors should note that no formally binding documentation has been executed by the Company or its subsidiaries. The Company shall make further disclosure and/or seek approval from the shareholders of the Company (if applicable) as required under the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") as and when appropriate.

For details of the foregoing, please refer to the relevant overseas regulatory announcement dated 22 October 2016 published by the Company on the website of the Stock Exchange.

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

Sichuan, the PRC, 26 October 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 purposes only*