THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountants or other professional adviser.

If you have sold or transferred all your shares in Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**"), you should at once hand this circular with the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND NOTICE OF EXTRAORDINARY GENERAL MEETING

A letter from the Board is set out on pages 3 to 5 of this circular.

The notice for convening the extraordinary general meeting (the "**EGM**") of the Company to be held at Xinhua International Hotel, No. 8 Guzhongshi Street, Qingyang District, Chengdu, Sichuan, the People's Republic of China (the "**PRC**") at 9:30 a.m. on Thursday, 25 August 2022, is set out on pages 11 to 12 of this circular.

The form of proxy for use at the EGM is enclosed in this circular. Whether or not you are able to attend the EGM in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deliver to the Company's Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the EGM or any adjournment thereof or before the time appointed for taking the poll (i.e. 9:30 a.m. on Wednesday, 24 August 2022). Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

* *For identification purposes only*

8 July 2022

CONTENTS

In this circular, the following expressions shall have the meanings stated below unless the context otherwise requires:

"A Share(s)"	Renminbi-denominated ordinary share(s) of the Company with a nominal value of RMB1.00 each, all of which are issued in the PRC, subscribed in Renminbi and listed on the SSE (Stock Code: 601811);
"Articles of Association"	the articles of association of the Company as amended from time to time;
"Board"	the board of Directors of the Company;
"Chairman"	the chairman of the Board;
"Company"	Xinhua Winshare Publishing and Media Co., Ltd.* (新華文軒出版傳媒股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, the A Shares and H Shares of which are listed on the SSE and the Stock Exchange, respectively;
"CSRC"	China Securities Regulatory Commission;
"Director(s)"	the director(s) of the Company;
"EGM"	the extraordinary general meeting of the Company to be held at Xinhua International Hotel, No. 8 Guzhongshi Street, Qingyang District, Chengdu, Sichuan, the PRC at 9:30 a.m. on Thursday, 25 August 2022;
"EGM Notice"	the notice of the extraordinary general meeting set out on pages 11 to 12 of this circular;
"H Share(s)"	overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, all of which are listed on the Main Board of the Stock Exchange and traded in Hong Kong dollars (Stock Code: 811);
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;

"PRC"	the People's Republic of China (for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan of the PRC);
"RMB"	Renminbi, the lawful currency of the PRC;
"SFO"	Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong);
"Share(s)"	A Share(s) and H Share(s);
"Shareholder(s)"	shareholder(s) of the Company;
"SSE"	the Shanghai Stock Exchange; and
"Stock Exchange"	The Stock Exchange of Hong Kong Limited.

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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)

Executive Directors:
Mr. Luo Yong *(Chairman)*
Mr. Liu Longzhang *(Vice chairman)*
Mr. Li Qiang

Non-Executive Directors:
Mr. Dai Weidong
Mr. Ke Jiming
Mr. Zhang Peng

Independent Non-executive Directors:
Mr. Fang Bingxi
Mr. Li Xu
Mr. Lau Tsz Bun

Registered Office in the PRC:
Unit 1, 1/F, Block 4
No. 239 Jinshi Road
Jinjiang District
Chengdu, Sichuan
the PRC

Head Office in the PRC:
Xinhua Star Tower A
No. 238, Sanse Road
Jinjiang District
Chengdu, Sichuan
the PRC
(Postal Code: 610063)

Principal Place of Business in Hong Kong:
40th Floor Dah Sing Financial Centre
248 Queen's Road East
Wanchai
Hong Kong

8 July 2022

To the Shareholders

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

Reference is hereby made to the announcement of the Company dated 6 July 2022 (the "**Announcement**") in relation to (among other things) the proposed amendments to the Articles of Association.

The purpose of this circular is to provide Shareholders with details of the (i) proposed amendments to the Articles of Association; and (ii) notice of the EGM.

* *For identification purposes only*

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In accordance with the actual needs of the Company's business development, the Board proposes to amend the corresponding provisions of the Articles of Association of the Company. The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of special resolution at the EGM.

The proposed amendments to the Articles of Association are set out in the Appendix to this circular.

The English version of the proposed amendments to the Articles of Association is an unofficial translation of its respective Chinese version. If there is any inconsistency between the Chinese version and the English version, the Chinese version shall prevail.

EXTRAORDINARY GENERAL MEETING

The EGM will be held at 9:30 a.m. on Thursday, 25 August 2022 at Xinhua International Hotel, No. 8 Guzhongshi Street, Qingyang District, Chengdu, Sichuan, the PRC, for the Shareholders to consider and, if thought fit, approve the amendments to the Articles of Association. The votes will be taken by poll at the EGM.

The notice of the EGM is set out on pages 11 to 12 of this circular.

The form of proxy for use at the EGM is enclosed in this circular. Whether or not you are able to attend the EGM in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deliver to the Company's Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the EGM (or any adjournment thereof) or before the time appointed for taking the poll (i.e. 9:30 a.m. on Wednesday, 24 August 2022). Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, voting on all resolution set out in the notice of the EGM at the EGM shall be taken by way of poll pursuant to Article 95 of the existing Articles of Association.

On a poll, every Shareholder attending the EGM in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his/her name in the register of members. A Shareholder entitled to more than one vote needs not use all his/her votes or cast all the votes he/she uses in the same manner.

RECOMMENDATION

The Directors are of the opinion that the proposed amendments to the Articles of Association are in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolution to be proposed at the EGM.

RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

GENERAL INFORMATION

Your attention is drawn to the additional information set out in the Appendix to this circular.

Yours faithfully,
By order of the Board
Xinhua Winshare Publishing and Media Co., Ltd.*
Luo Yong
Chairman

* *For identification purposes only*

Details of the proposed amendments to the Articles of Association are set out below:

No.	The original articles	Amended articles
1	Article 2 The Company is a joint-stock limited company incorporated pursuant to the Company Law, the Securities Law, the Special Regulations and other relevant requirements under the laws, administrative rules and regulations. The Company was established by way of promotion upon the approval by the People's Government of Sichuan Province with approval document Chuanfuhan [2005] No. 69, and was registered at Sichuan Provincial Administration of Industry and Commerce on 11 June 2005 and obtained the Enterprise Legal Person Business License with the registration number of 5100001822585. Then the registration number was changed to 510000000035653, because of the upgrade for the Enterprise registration number. As a result of the "Combination of Three Licenses" into One", the registration number was changed to the unified social credit code, 915100007758164357. Promoters of the Company are 四川新華發行集團有限公司 (Sichuan Xinhua Publishing Group Co., Ltd.), 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.), 四川出版集團有限責任公司 (Sichuan Publication Group Co., Ltd.), 四川日報報業集團 (Sichuan Daily Newspaper Group), 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.), and 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.)."	Article 2 The Company is a joint-stock limited company incorporated pursuant to the Company Law, the Securities Law, the Special Regulations and other relevant requirements under the laws, administrative rules and regulations. The Company was established by way of promotion upon the approval by the People's Government of Sichuan Province with approval document Chuanfuhan [2005] No. 69, and was registered at Sichuan Provincial Administration of Industry and Commerce on 11 June 2005 and obtained the Enterprise Legal Person Business License with the registration number of 5100001822585. Then the registration number was changed to 510000000035653, because of the upgrade for the Enterprise registration number. As a result of the "Combination of Three Licenses into One", the registration number was changed to the unified social credit code, 915100007758164357. Promoters of the Company are 四川新華**<u>出版</u>**發行集團有限公司 (Sichuan Xinhua Publishing **<u>and Distribution</u>** Group Co., Ltd.), 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.), 四川**<u>文化產業投資</u>**集團有限責任公司 (Sichuan **<u>Cultural Industry Investment</u>** Group Co., Ltd.), 四川日報報業集團 (Sichuan Daily Newspaper Group), 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.), and 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.).

No.	The original articles	Amended articles
2	Article 4 The Company's registered address: Unit 1, 1/F, Block 4, No. 239, Jinshi Road, Jinjiang District, Chengdu, Sichuan Province Telephone: (8628) 83157033 Facsimile: (8628) 83157000 Postcode: 610000	Article 4 The Company's registered address: **Unit 1, Block 1, No. 238, Sanse Road, Jinjiang District, Chengdu, Sichuan Province** Telephone: (8628) **86361111** Facsimile: (8628) **86361000** Postcode: 610000
3	Article 12 The business scope of the Company includes: sales of books, newspapers, journals, electronic publications; wholesale of audio-visual products (chainstore); manufacture of electronic publications and audio-visual products; production of audio tapes, video tapes; logistics; and wholesale and retail of pre-packaged food, dairy products (not including infant formula, limits branch office management); printing of publications, printed matters of package and decoration and other printed matters; (the valid period of the above business scope is subject to the approval of licences). Plate-leased printing and supply of textbooks; investments in publications and assets management; leasing of properties; business services; wholesale and retail of goods; import and export business; vocational skills training and education ancillary services; catering business; ticketing agency (the items above (not including the aforesaid permitted items) are subject to the approval of licences and shall be operated according to the licences). The business scope of the Company shall be in accordance with the items approved by the registration authorities with which the Company is registered.	Article 12 The business scope of the Company includes: sales of books, newspapers, journals, electronic publications; wholesale of audio-visual products (chainstore); manufacture of electronic publications and audio-visual products; production of audio tapes, video tapes; logistics; and wholesale and retail of pre-packaged food, dairy products (not including infant formula, limits branch office management); printing of publications, printed matters of package and decoration and other printed matters; (the valid period of the above business scope is subject to the approval of licences). Plate-leased printing and supply of textbooks; investments in publications and assets management **(no illegal fund-raising, absorption of public funds and other financial activities)**; leasing of properties; business services; wholesale and retail of goods; import and export business; education ancillary services; catering business; ticketing agency (the items above (not including the aforesaid permitted items) are subject to the approval of licences and shall be operated according to the licences) **(items subject to prior approvals according to laws and regulations can only be operated upon obtaining approvals from the relevant authorities)**. The business scope of the Company shall be in accordance with the items approved by the registration authorities with which the Company is registered.

No.	The original articles	Amended articles
4	Article 17 With the approval of the reviewing and approving department authorized by the State Council, the Company could, upon its establishment, issue a total of 733,370,000 ordinary shares, and 733,370,000 shares were issued to the promoters when the Company was established, representing 100% of the total issued ordinary shares of the Company. Among these shares, 四川新華發行集團有限公司 (Sichuan Xinhua Publishing Group Co., Ltd.) held 630,031,500 shares, representing 85.909% of the total issued ordinary shares of the Company; 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.) held 53,336,000 shares, representing 7.273% of the total issued ordinary shares of the Company; 四川出版集團有限責任公司 (Sichuan Publication Group Co., Ltd.) held 25,667,950 shares, representing 3.500% of the total issued ordinary shares of the Company; 四川日報報業集團 (Sichuan Daily Newspaper Group) held 1 0, 0 0 0, 5 0 0 shares, representing 1.364% of the total issued ordinary shares of the Company; 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.) held 7,333,700 shares, representing 1.000% of the total issued ordinary shares of the Company and 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.) held 7,000,350 shares, representing 0.954% of the total issued ordinary shares of the Company.	Article 17 With the approval of the reviewing and approving department authorized by the State Council, the Company could, upon its establishment, issue a total of 733,370,000 ordinary shares, and 733,370,000 shares were issued to the promoters when the Company was established, representing 100% of the total issued ordinary shares of the Company. Among these shares, 四川新華**出版**發行集團有限公司 (Sichuan Xinhua Publishing **and Distribution** Group Co., Ltd.) held 630,031,500 shares, representing 85.909% of the total issued ordinary shares of the Company; 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.) held 53,336,000 shares, representing 7.273% of the total issued ordinary shares of the Company; 四川**文化產業投資**集團有限責任公司 (Sichuan **Cultural Industry Investment** Group Co., Ltd.) held 25,667,950 shares, representing 3.500% of the total issued ordinary shares of the Company; 四川日報報業集團 (Sichuan Daily Newspaper Group) held 10,000,500 shares, representing 1.364% of the total issued ordinary shares of the Company; 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.) held 7,333,700 shares, representing 1.000% of the total issued ordinary shares of the Company and 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.) held 7,000,350 shares, representing 0.954% of the total issued ordinary shares of the Company.

No.	The original articles	Amended articles
5	Article 18 Upon approvals from the China Securities Regulatory Commission, the Company made an initial public offering of 401,761,000 H shares listed on Hong Kong Stock Exchange. Following completion of the initial public offering of H shares, the capital structure of the Company comprises 1,135,131,000 ordinary shares, of which 592,809,525 shares will be held by 四川新華發行集團有限公司 (Sichuan Xinhua Publishing Group Co., Ltd.), representing 52.224% of the total ordinary shares of the Company in issue; 53,336,000 shares will be held by 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.), representing 4.699% of the total ordinary shares of the Company in issue; 24,151,499 shares will be held by 四川出版集團有限責任公司 (Sichuan Publication Group Co., Ltd.), representing 2.128% of the total ordinary shares of the Company in issue; 9,409,675 shares will be held by 四川日報報業集團 (Sichuan Daily Newspaper Group), representing 0.829% of the total ordinary shares of the Company in issue; 6,900,428 shares will be held by 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.), representing 0.608% of the total ordinary shares of the Company in issue; 6,586,773 shares will be held by 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.), representing 0.580% of the total ordinary shares of the Company in issue.	Article 18 Upon approvals from the China Securities Regulatory Commission, the Company made an initial public offering of 401,761,000 H shares listed on Hong Kong Stock Exchange. Following completion of the initial public offering of H shares, the capital structure of the Company comprises 1,135,131,000 ordinary shares, of which 592,809,525 shares will be held by 四川新華**出版**發行集團有限公司 (Sichuan Xinhua Publishing **and Distribution** Group Co., Ltd.), representing 52.224% of the total ordinary shares of the Company in issue; 53,336,000 shares will be held by 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.), representing 4.699% of the total ordinary shares of the Company in issue; 24,151,499 shares will be held by 四川**文化產業投資**集團有限責任公司 (Sichuan **Cultural Industry Investment** Group Co., Ltd.), representing 2.128% of the total ordinary shares of the Company in issue; 9,409,675 shares will be held by 四川日報報業集團 (Sichuan Daily Newspaper Group), representing 0.829% of the total ordinary shares of the Company in issue; 6,900,428 shares will be held by 四川少年兒童出版社有限公司 (Sichuan Youth and Children's Publishing House Co., Ltd.), representing 0.608% of the total ordinary shares of the Company in issue; 6,586,773 shares will be held by 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.), representing 0.580% of the total ordinary shares of the Company in issue.

No.	The original articles	Amended articles
	Upon approval from China Securities Regulatory Commission, the Company made an initial public offering of 98,710,000 A shares listed on the Shanghai Stock Exchange. Following completion of the initial public offering of A shares, the capital structure of the Company will comprise 1,233,841,000 ordinary shares, of which 592,809,525 shares will be held by 四川新華發行集團有限公司 (Sichuan Xinhua Publishing Group Co., Ltd.), representing 48.046% of the total ordinary shares of the Company in issue; 53,336,000 shares will be held by 成都市華盛(集團)實業有限公司(Chengdu Hua Sheng (Group) Industry Co., Ltd.), representing 4.323% of the total ordinary shares of the Company in issue; 30,572,893 shares will be held by 四川出版集團有限責任公司 (Sichuan Publication Group Co., Ltd.), representing 2.478% of the total ordinary shares of the Company in issue; 9,264,513 shares will be held by 四川日報報業集團 (Sichuan Daily Newspaper Group), representing 0.751% of the total ordinary shares of the Company in issue; 6,485,160 shares will be held by 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.), representing 0.525% of the total ordinary shares of the Company in issue; 99,435,809 shares will be held by other domestic investors, representing 8.059% of the total ordinary shares of the Company in issue; 441,937,100 shares will be held by holders of H shares, representing 35.818% of the total ordinary shares of the Company in issue. Upon the approvals from the security supervision authorities of the State Council, the holders of domestic shares of the Company may transfer its shares to overseas investors for listing and dealing on the overseas stock exchanges. The listing of transferred shares on overseas stock exchanges shall comply with the regulatory procedures, regulations and requirements of such overseas stock exchanges. Voting by separate class shareholder meetings is not required for the listing and dealing of the transferred shares on overseas stock exchanges.	Upon approval from China Securities Regulatory Commission, the Company made an initial public offering of 98,710,000 A shares listed on the Shanghai Stock Exchange. Following completion of the initial public offering of A shares, the capital structure of the Company will comprise 1,233,841,000 ordinary shares, of which 592,809,525 shares will be held by 四川新華**出版**發行集團有限公司 (Sichuan Xinhua Publishing **and Distribution** Group Co., Ltd.), representing 48.046% of the total ordinary shares of the Company in issue; 53,336,000 shares will be held by 成都市華盛(集團)實業有限公司 (Chengdu Hua Sheng (Group) Industry Co., Ltd.), representing 4.323% of the total ordinary shares of the Company in issue; 30,572,893 shares will be held by 四川**文化產業投資**集團有限責任公司 (Sichuan **Cultural Industry Investment** Group Co., Ltd.), representing 2.478% of the total ordinary shares of the Company in issue; 9,264,513 shares will be held by 四川日報報業集團 (Sichuan Daily Newspaper Group), representing 0.751% of the total ordinary shares of the Company in issue; 6,485,160 shares will be held by 遼寧出版集團有限公司 (Liaoning Publication Group Co., Ltd.), representing 0.525% of the total ordinary shares of the Company in issue; 99,435,809 shares will be held by other domestic investors, representing 8.059% of the total ordinary shares of the Company in issue; 441,937,100 shares will be held by holders of H shares, representing 35.818% of the total ordinary shares of the Company in issue. Upon the approvals from the security supervision authorities of the State Council, the holders of domestic shares of the Company may transfer its shares to overseas investors for listing and dealing on the overseas stock exchanges. The listing of transferred shares on overseas stock exchanges shall comply with the regulatory procedures, regulations and requirements of such overseas stock exchanges. Voting by separate class shareholder meetings is not required for the listing and dealing of the transferred shares on overseas stock exchanges.

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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**") will be held at 9:30 a.m. on Thursday, 25 August 2022 at Xinhua International Hotel, No. 8 Guzhongshi Street, Qingyang District, Chengdu, Sichuan, the PRC, for the purpose of considering and, if thought fit, passing the following resolution:

Unless otherwise stated, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 8 July 2022 (the "**Circular**").

SPECIAL RESOLUTION

1. To consider and approve the proposed amendments to the Articles of Association of the Company as set out in the Circular of the Company dated 8 July 2022, and authorise the Board to deal on behalf of the Company with any relevant applications, approvals, registrations, filings and other related formalities or matters arising from the amendments to the Articles of Association of the Company, and to make further amendments as required by the relevant government or regulatory authorities, where necessary.

By order of the Board
Xinhua Winshare Publishing and Media Co., Ltd.*
Luo Yong
Chairman

Sichuan, the PRC, 8 July 2022

Notes:

1. The register of members of H Shares of the Company will be closed from Tuesday, 26 July 2022 to Thursday, 25 August 2022 (both days inclusive), during which period no transfer of H Shares of the Company can be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's Hong Kong H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration on or before 4:30 p.m. on Monday, 25 July 2022.

* *For identification purposes only*

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalf. A proxy need not be a Shareholder of the Company.

3. In order to be valid, the proxy form must be deposited by hand or by post by the H Shareholders of the Company to the Company's Hong Kong H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the time for holding the EGM (i.e. 9:30 a.m. on Wednesday, 24 August 2022) or no later than 24 hours before the time for the holding of any adjournment thereof or no later than 24 hours before the time appointed for taking the poll. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish.

4. Shareholders or their proxies shall produce their identity documents when attending the EGM.

5. H Shareholders who intend to attend the EGM shall complete the reply slip and return it by hand or by post to the Company's Hong Kong H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or before 4:30 p.m. on Thursday, 4 August 2022.

6. The EGM is expected to last for less than half a day. Shareholders attending the EGM shall be responsible for their own travelling and accommodation expenses.

7. The head office of the Company in the PRC is as follows: Xinhua Star Tower A, No. 238, Sanse Road, Jinjiang District, Chengdu, Sichuan, the PRC (Postal code: 610063).

As at the date of this notice, the Board comprises (a) Mr. Luo Yong, Mr. Liu Longzhang and Mr. Li Qiang as executive Directors; (b) Mr. Dai Weidong, Mr. Ke Jiming and Mr. Zhang Peng as non-executive Directors; and (c) Mr. Fang Bingxi, Mr. Li Xu and Mr. Lau Tsz Bun as independent non-executive Directors.