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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)

(I) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 OCTOBER 2025; AND (II) PAYMENT OF THE INTERIM DIVIDEND FOR 2025

References are made to (i) the 2025 interim results announcement dated 27 August 2025; and (ii) the notice of extraordinary general meeting (the "**Notice**") dated 2 September 2025; and (iii) the announcement dated 13 October 2025 in relation to the change of venue of the extraordinary general meeting of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**"). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meaning as those defined in the Notice.

The Board confirms that there are no false representations, misleading statements or material omissions in this announcement, and they will individually and collectively accept responsibility for the truthfulness, accuracy and completeness of the contents herein.

I. POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The extraordinary general meeting (the "**EGM**") of the Company was held at Xinhua Star Tower A, 238 Sanse Road, Jinjiang District, Chengdu, Sichuan, the PRC at 9:30 a.m. on Thursday, 23 October 2025.

Shareholders holding a total of 1,233,841,000 Shares, representing 100% of the total issued share capital of the Company, were entitled to attend and vote on the resolutions proposed at the EGM (the "**EGM Resolutions**"). There were no restrictions on any Shareholder casting votes on the EGM Resolutions at the EGM. No Shareholder was required to abstain from voting on any of the EGM Resolutions. There was no Share entitling the holder to attend and vote only against the EGM Resolutions.

Shareholders and proxies who attended the EGM held a total of 782,056,784 Shares carrying voting rights of the Company, representing 63.383919% of the total number of Shares carrying voting rights of the Company. All the EGM Resolutions were put to vote by way of poll. On-site voting and online voting (for A Shares only) were both adopted at the EGM. The voting was in compliance with the relevant requirements of the Company Law of the People's Republic of China and the Articles of Association.

1. Number of Shareholders (including their proxies) who attended the EGM	**206**
Of which: Number of A Shareholders (including their proxies)	205
Number of H Shareholders (including their proxies)	1
2. Total number of Shares carrying voting rights held by Shareholders (including their proxies) who attended the EGM (shares)	**782,056,784**
Of which: Total number of Shares carrying voting rights held by A Shareholders (including their proxies) (shares)	692,002,975
Total number of Shares carrying voting rights held by H Shareholders (including their proxies) (shares)	90,053,809
3. Percentage of the number of Shares carrying voting rights held by Shareholders (including their proxies) who attended the EGM relative to the total number of Shares carrying voting rights of the Company (%)	**63.383919**
Of which: Percentage of the Shares held by A Shareholders (including their proxies) relative to the total number of Shares (%)	56.085263
Percentage of the Shares held by H Shareholders (including their proxies) relative to the total number of Shares (%)	7.298656

Note: Shareholders who attended the EGM include Shareholders attending the on-site meeting and A Shareholders attending the meeting through online voting.

The EGM was chaired by Mr. Ke Jiming, a non-executive Director of the Company. 5 out of the existing 8 Directors of the Company attended the EGM, while Mr. Zhou Qing (Chairman), Mr. Liu Longzhang (Vice Chairman) and Ms. Tan Ao (a non-executive Director) were unable to attend the EGM due to other business commitments. 4 out of the existing 6 Supervisors of the Company attended the EGM, while Supervisors Mr. Xue Feng and Mr. Feng Jian were unable to attend the EGM due to other business commitments. The general manager, the secretary of the Board and certain members of the senior management of the Company have also attended the EGM.

The poll results in respect of the EGM Resolutions passed at the EGM were as follows:

Ordinary resolution		Category of Shareholders	Voting rights of all Shareholders who attended: Number of Shares represented	For: Number of Shares voted	For: Percentage (%)	Against: Number of Shares voted	Against: Percentage (%)	Abstain: Number of Shares voted	Abstain: Percentage (%)
1.	To consider and approve the Resolution in relation to the Proposal of the Profit Distribution of the Company for the Half Year of 2025.	A Shareholders	692,002,975	691,871,075	99.980939	112,600	0.016272	19,300	0.002789
		H Shareholders	90,053,809	90,053,809	100.000000	0	0.000000	0	0.000000
		Total	782,056,784	781,924,884	99.983134	112,600	0.014398	19,300	0.002468
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									

Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, in conjunction with Beijing Guantao (Chengdu) Law Firm, the Company's PRC legal adviser, acted as scrutineers for the vote-taking at the EGM.

II. PAYMENT OF 2025 INTERIM DIVIDEND

The Board announces the following information relating to the distribution of 2025 Interim Dividend:

The Company will pay the interim dividend of RMB0.19 per Share (tax inclusive) for the six months ended 30 June 2025, totaling approximately RMB234,429,790.00 (tax inclusive) (the "**2025 Interim Dividend**"). The 2025 Interim Dividend will be payable to H Shareholders whose names appear on the register of members of the Company on 4 November 2025. According to the Articles of Association, the dividends payable to A Shareholders shall be declared and paid in Renminbi, while the dividends payable to H Shareholders shall be declared in Renminbi and paid in Hong Kong dollar. The average exchange rates announced by The People's Bank of China for the week immediately prior to the EGM shall be adopted. The following conversion formula shall apply to the calculation of the 2025 Interim Dividend payable per H Share in Hong Kong dollar (rounded to the nearest HK$0.000001):

$$\text{Interim Dividend per H Share in Hong Kong dollar} = \frac{\text{2025 Interim Dividend per Share in Renminbi}}{\text{The average middle exchange rates of Renminbi against Hong Kong dollar announced by The People's Bank of China for the week immediately prior to the EGM}}$$

The average middle exchange rates of Renminbi against Hong Kong dollar published by The People's Bank of China for the week immediately prior to the EGM (i.e. from 13 October 2025 to 17 October 2025) was HK$1 to RMB0.913012. Accordingly, the 2025 Interim Dividend payable per H Share is HK$0.208102 (tax inclusive).

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent (the "**Receiving Agent**") in Hong Kong which will receive the dividends declared by the Company on behalf of the H Shareholders. The dividends will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary mail to H Shareholders who are entitled to receive the dividends at their own risks on or before 23 December 2025.

Pursuant to the Enterprise Income Tax Law of the People's Republic of China and its implementation regulations, the enterprises in the PRC paying dividends to non-resident enterprise Shareholders shall withhold enterprise income taxes for the non-resident enterprise Shareholders at a tax rate of 10%. Therefore, as an enterprise located in the PRC, the Company will pay the dividends to the non-resident enterprise Shareholders (being anyone who holds the Shares of the Company in the name of a non-individual Shareholder, including but not limited to the H Shareholders registered in the name of HKSCC Nominees Limited, or any other agents or trustees or other organizations and groups) after withholding the 10% enterprise income tax.

Pursuant to the letter titled Taxation Arrangement for Hong Kong Residents in respect of Dividend Pay-out by Mainland Enterprises (《有關香港居民就內地企業派發股息的稅務安排》) from the Stock Exchange to the issuer dated 4 July 2011 as well as the Notice of the State Taxation Administration on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), overseas resident individual shareholders who hold shares issued by non-foreign investment enterprises in Hong Kong are entitled to the relevant preferential tax treatments in accordance with the taxation agreements between their own countries and the PRC or the taxation arrangements between Chinese mainland and Hong Kong (Macau). In this regard, the Company will withhold individual income tax on the dividends at a tax rate of 10%. However, should it be otherwise stipulated in the tax regulations and the relevant taxation agreements, the Company will follow the stipulated tax rates and procedures when withholding individual income tax on the dividends.

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

Sichuan, the PRC, 23 October 2025

As at the date of this announcement, the Board comprises (a) Mr. Zhou Qing, Mr. Liu Longzhang and Mr. Li Qiang as executive Directors; (b) Mr. Ke Jiming and Ms. Tan Ao as non-executive Directors; and (c) Mr. Lau Tsz Bun, Mr. Deng Fumin and Mr. Han Wenlong as independent non-executive Directors.

* *For identification purposes only*