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)

REPLY SLIP

(Annual General Meeting)

To: 新華文軒出版傳媒股份有限公司
(Xinhua Winshare Publishing and Media Co., Ltd.*) (the "Company")

Name(s) and registered address(es) of shareholder(s) *(Note 1)*: ____________________

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Number of shares held *(Note 2)*: __________ domestic shares/ __________ H shares of RMB1.00 each in the share capital of the Company.

I/We intend to attend or appoint a proxy or proxies to attend the annual general meeting of the Company to be held at 9:30 a.m. on Wednesday, 25 May 2011 at Sichuan Xinhua International Hotel, No. 8 Guzhongsi Street, Chengdu, Sichuan, the People's Republic of China (the "**PRC**").

Date: ____________________ Signature of shareholder(s): ____________________

Name of shareholder(s): ____________________

Notes:

1. Please insert full name(s) and registered address(es) (as shown in the register of members of the Company) in block letters.

2. Please insert the number of shares of the Company registered under your name(s) and delete if inappropriate.

3. This completed and signed reply slip should be delivered by hand or by post, for holders of domestic shares of the Company, to the Company's head office in the PRC at No. 6 Wenxuan Road, Shang Mao Avenue, Cheng Bei, Chengdu, Sichuan 610081, the PRC or, for holders of H shares of the Company, to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 5 May 2011. In order to qualify to attend and vote at the annual general meeting, all transfer documents accompanied by the relevant share certificate(s) must be delivered to the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares of the Company, or to the Company's head office for holders of domestic shares of the Company for registration no later than 4:30 p.m. on 21 April 2011.

* *For identification purposes only*