



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)

REPLY SLIP

(Extraordinary General Meeting)

To: Xinhua Winshare Publishing and Media Co., Ltd.* (the "Company")

Name(s) and registered address(es) of shareholder(s) ^(Note 1): _____

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 extraordinary general meeting of the Company to be held at Sichuan Xinhua International Hotel, No. 8 Guzhongshi Street, Chengdu, Sichuan, the People's Republic of China (the "PRC") at 9:30 a.m. on Thursday, 20 December 2012.

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 29 November 2012. For holders of H shares of the Company, in order to qualify to attend and vote at the extraordinary general meeting, all transfer documents accompanied by the relevant share certificate(s) must be delivered to the Company's 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 4:30 p.m. on 19 November 2012.

* For identification purposes only