



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 FOR THE H SHARES CLASS MEETING
TO BE HELD ON 8 MARCH 2013**

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

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

Number of H shares held^(Note 2): _____ 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 H shares class meeting of the Company (“**H Shares Class Meeting**”) to be held at 11:00 a.m. (or immediately after the Domestic Shares Class Meeting of the Company) on Friday, 8 March 2013 at Sichuan Xinhua International Hotel, No.8 Guzhongshi 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 H Shares of the Company registered under your name(s).
3. This completed and signed reply slip should be delivered by hand or by post to the Company's H shares registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 15 February 2013. In order to qualify to attend and vote at the H Shares Class Meeting, all transfer documents accompanied by the relevant share certificate(s) must be delivered to the Company's H shares 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 registration not later than 4:30 p.m. on 5 February 2013.

* For identification purposes only