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)

VOTING RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 8 MARCH 2013

Reference is made to the circular (the "**Circular**") and the notice of an extraordinary general meeting of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**") dated 9 January 2013. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The extraordinary general meeting (the "**EGM**") of the Company was held at 9:00 a.m. on Friday, 8 March 2013 at Sichuan Xinhua International Hotel, No. 8 Guzhongshi Street, Chengdu, Sichuan, the People's Republic of China (the "**PRC**"). The convening of the EGM was in accordance with the Company Law of the PRC and the articles of association (the "**Articles of Association**") of the Company.

As at the date of the EGM, the total issued share capital of the Company comprised of 1,135,131,000 shares. As stated in the Circular, Sichuan Xinhua Publishing Group Co., Ltd., controlling shareholder of the Company and its associates (holding 623,861,452 shares, representing 54.96% of the total issued share capital of the Company as at the date of the EGM) shall abstain and have abstained from voting in respect of the ordinary resolution No.1 proposed at the EGM. Accordingly, the shares held by Sichuan Xinhua Publishing Group Co., Ltd. and its associates shall not be counted in the number of votes with respect to the ordinary resolution No.1. Save as Sichuan Xinhua Publishing Group Co., Ltd. and its associates, no shareholders of the Company shall abstain from voting in respect of the ordinary resolution No.1 or shall be subject to any voting restrictions in respect of the resolution proposed at the EGM. In this regard, the total number of remaining shares entitling the holders to attend and vote for or against the resolution put forward at the EGM comprised 511,269,548 shares (representing 45.04% of the total issued share capital of the Company as at the date of the EGM). No shareholders have stated their intention in the Circular to vote against or abstain from voting in respect of the resolution proposed at the EGM. Computershare Hong Kong Investor Services Limited, the Company's H share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking of the poll at the EGM.

The poll result in respect of the resolution passed at the EGM was as follows:

ORDINARY RESOLUTION		No. of Votes (%)	
		For	Against
1	To approve and confirm the performance and implementation of the Publications Purchase Agreement, the terms and conditions thereof, the transactions contemplated thereunder and the respective proposed annual cap transaction amounts for each of the three years ending 31 December 2015; and to approve the authorization to any one of the Directors for and on behalf of the Company, among other matters, to execute for and on behalf of the Company all such other documents, instruments and agreements and to take all steps necessary or expedient to implement and/or give effect to the Publications Purchase Agreement.	158,575,253 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

By order of the Board
XINHUA WINSHARE PUBLISHING AND MEDIA CO., LTD. *
Gong Cimin
Chairman

Sichuan, the PRC, 8 March 2013

As at the date of this announcement, the Board comprises (a) Mr. Gong Cimin and Mr. Luo Yong as executive Directors; (b) Mr. Zhang Chengxing, Mr. Luo Jun and Mr. Zhao Junhuai as non-executive Directors; and (c) Mr. Chan Yuk Tong, Mr. Han Xiaoming and Mr. Han Liyan as independent non-executive Directors.

* *For identification purposes only*