



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 6 MARCH 2015

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): _____ 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 (the “**H Shares Class Meeting**”) of the Company to be held at Xichang Tianguang Yueying Hotel, Haibin Middle Road, Xichang, Sichuan, the People's Republic of China (the “**PRC**”) at 10:15 a.m. (or immediately after the Domestic Shares Class Meeting of the Company) on Friday, 6 March 2015.

Date: _____ Signature of shareholder(s): _____

Name of shareholder(s): _____

Notes:

1. Please insert the full name(s) and address(es) as registered 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 Share registrar in Hong Kong at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 13 February 2015. 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 Share registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 3 February 2015.

* For identification purposes only