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)

CHANGE OF VENUE OF EXTRAORDINARY GENERAL MEETING, DOMESTIC SHARE CLASS MEETING AND H SHARE CLASS MEETING TO BE HELD ON 6 MARCH 2015

Reference is made to the respective notices (the "**Notices**"), proxy forms (the "**Proxy Forms**") and reply slips (the "**Reply Slips**") of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**") dated 19 January 2015 regarding the extraordinary general meeting (the "**EGM"),** domestic share class meeting (the "**DSCM**") and H share class meeting (the "**HSCM**") of the Company to be held at Xichang Tianguang Yueying Hotel, Haibin Middle Road, Xichang, Sichuan, the PRC at 9:30 a.m., 10:00 a.m. (or immediately after the EGM) and 10:15 a.m. (or immediately after the DSCM) on 6 March 2015 (Friday), respectively.

The board (the "**Board**") of directors (the "**Director(s)**") of the Company hereby announces that the venue of the EGM, DSCM and HSCM will be changed to QuShangYuan Hotel, 125 Xi'an Road, Guanghan, Sichuan, the PRC. Except for the abovementioned change of venue, all other information set out in the Notices, Proxy Forms and Reply Slips remains unchanged. The Proxy Forms and Reply Slips issued together with the corresponding Notices remain valid. Shareholders of the Company who intend to attend the EGM, DSCM and HSCM should be aware of the abovementioned change of venue.

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

Sichuan, PRC, 10 February 2015

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, Mr. Zhang Peng and Mr. Zhao Junhuai as non-executive Directors; and (c) Mr. Han Liyan, Mr. Mo Shixing and Mr. Mak Wai Ho as independent non-executive Directors.

* *For identification purposes only*