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)

(I) VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING AND THE CLASS MEETINGS HELD ON 18 FEBRUARY 2016; AND (II) CHANGE OF INDEPENDENT SUPERVISOR

Reference is made to the circular (the "**Circular**") dated 29 January 2016, the Notice of EGM and Notice of the Class Meetings dated 5 January 2016 and the Supplemental Notice of EGM dated 18 January 2016 of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**"). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

I. VOTING RESULTS OF THE EGM AND THE CLASS MEETINGS

(1) EGM

The EGM was held at 10:30 a.m. on Thursday, 18 February 2016 at Sichuan Xinhua International Hotel, No.8 Guzhongshi Street, Chengdu, Sichuan, the PRC. The convening of the EGM was in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the EGM, the total number of issued Shares was 1,135,131,000 Shares, all of which entitle the holders to attend the EGM and vote for or against the resolutions (the "**EGM Resolutions**") put forward at the EGM. Shareholders holding an aggregate of 840,230,592 voting Shares, representing approximately 74.02% of the total issued Shares of the Company, attended the EGM either in person or by proxy. No Shareholder was required to abstain from voting on any of the EGM Resolutions. There was no Share entitling the holder to attend and vote only against the EGM Resolutions. All EGM Resolutions at the EGM were put to vote by way of poll. 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 results in respect of the EGM Resolutions were as follows:

SPECIAL RESOLUTIONS		**No. of Votes (%)**	
		FOR	**AGAINST**
1.	Subject to the obtaining of approvals of the CSRC and other relevant regulatory authorities, the extension of 12 months from the date of approval by the EGM and the Class Meetings for the issue of A Shares by the Company and each of the terms and conditions of the proposed A Share Issue proposal approved at the extraordinary general meeting and class meetings dated 7 March 2014 be approved and confirmed.	830,854,592 (98.88%)	9,376,000 (1.12%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			
2.	Subject to the passing of the above-mentioned special resolution (1) in the EGM and the Class Meetings, to authorise the Board to process the A Share Issue and the related matters in accordance with the relevant requirements of the CSRC, Hong Kong Stock Exchange and Shanghai Stock Exchange (please refer to the Notice of EGM as regarding the full text of this resolution).	830,854,592 (98.88%)	9,376,000 (1.12%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			
ORDINARY RESOLUTION		**No. of Votes (%)**	
		FOR	**AGAINST**
3.	To consider and approve the election of Mr. Li Xu as an Independent Supervisor of the Company with immediate effect from the conclusion of the EGM to the expiry of the term of the Supervisory Committee of the current session, and authorise the Board to determine his remuneration and implement the terms of the service contract.	830,854,592 (98.88%)	9,376,000 (1.12%)
As more than 50.00% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

(2) Domestic Share Class Meeting

The Domestic Share Class Meeting (the "**DSCM**") of the Company was held at 11:00 a.m. on Thursday, 18 February 2016 at Sichuan Xinhua International Hotel, No.8 Guzhongshi Street, Chengdu, Sichuan, the PRC. The convening of the DSCM was in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the DSCM, the total number of issued Domestic Shares was 693,193,900 shares, all of which entitle the holders to attend the DSCM and vote for or against the resolution put forward at the DSCM (the "**DSCM Resolution**"). Shareholders holding an aggregate of 693,193,900 voting Domestic Shares, representing 100.00% of the total issued Domestic Shares of the Company, attended the DSCM either in person or by proxy. No Shareholder was required to abstain from voting on the DSCM Resolution. There was no Domestic Share entitling the holder to attend and vote only against the DSCM Resolution. The DSCM Resolution at the DSCM was put to vote by way of poll. 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 DSCM.

The poll results in respect of the DSCM Resolution were as follows:

SPECIAL RESOLUTION		No. of Votes (%)	
		FOR	**AGAINST**
1.	Subject to the obtaining of approvals of the CSRC and other relevant regulatory authorities, the extension of 12 months from the date of approval by the EGM and the Class Meetings for the issue of A Shares by the Company and each of the terms and conditions of the proposed A Share Issue proposal approved at the extraordinary general meeting and class meetings dated 7 March 2014 be approved and confirmed.	693,193,900 (100%)	0 (0%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			

(3) H Share Class Meeting

The H Share Class Meeting (the "**HSCM**") of the Company was held at 11:15 a.m. on Thursday, 18 February 2016 at Sichuan Xinhua International Hotel, No.8 Guzhongshi Street, Chengdu, Sichuan, the PRC. The convening of the HSCM was in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the HSCM, the total number of issued H Shares was 441,937,100 shares, all of which entitle the holders to attend the HSCM and vote for or against the resolution put forward at the HSCM (the "**HSCM Resolution**"). Shareholders holding an aggregate of 148,952,692 voting H Shares, representing approximately 33.70% of the total issued H Shares of the Company, attended the HSCM either in person or by proxy. No Shareholder was required to abstain from voting on the HSCM Resolution. There was no H Share entitling the holder to attend and vote only against the HSCM Resolution. The HSCM Resolution at the HSCM was put to vote by way of poll. 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 HSCM.

The poll results in respect of HSCM Resolution were as follows:

SPECIAL RESOLUTION		No. of Votes (%)	
		FOR	**AGAINST**
1.	Subject to the obtaining of approvals of the CSRC and other relevant regulatory authorities, the extension of 12 months from the date of approval by the EGM and the Class Meetings for the issue of A Shares by the Company and each of the terms and conditions of the proposed A Share Issue proposal approved at the extraordinary general meeting and class meetings dated 7 March 2014 be approved and confirmed.	138,715,692 (93.13%)	10,237,000 (6.87%)
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			

II. CHANGE OF INDEPENDENT SUPERVISOR

The above-mentioned ordinary resolution 3 in the EGM has been duly passed by the Shareholders at the EGM, and Mr. Li Xu has been duly elected as an Independent Supervisor of the Company by the Shareholders with immediate effect from the conclusion of the EGM to the expiry of the term of the Supervisory Committee of the current session. The biographical details of Mr. Li Xu were set out in the Circular. As at the date of this announcement, there has been no change in such information.

Mr. Fu Daiguo shall officially retire as an Independent Supervisor of the Company from the date of the EGM. Mr. Fu Daiguo has confirmed that, as of the date of this announcement, he had no disagreement with the Supervisory Committee or the Board and there were no other matters relating to his resignation that need to be brought to the attention of the Shareholders.

The Company wishes to thank Mr. Fu Daiguo for his valuable contributions to the Company during his term of service as an Independent Supervisor of the Company.

By order of the Board
Xinhua Winshare Publishing and Media Co., Ltd.*
He Zhiyong
Chairman

Sichuan, the PRC, 18 February 2016

As at the date of this announcement, the Board comprises (a) Mr. He Zhiyong, Mr. Luo Yong and Mr. Yang Miao as executive Directors; (b) Mr. Luo Jun, Mr. Zhang Peng and Mr. Zhao Junhuai as non-executive Directors; and (c) Mr. Han Liyan, Mr. Chan Yuk Tong and Ms. Xiao Liping as independent non-executive Directors.

* *For identification purposes only*