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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)**

### **SUPPLEMENTAL ANNOUNCEMENT**

Reference is made to the announcement (the “**Announcement**”) of the Company dated 29 October 2019 in relation to, among others, the Lease Framework (Renewal) Agreement entered into between the Company and Sichuan Publication Group. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Company (and on behalf of the Group) and Sichuan Publication Group (and on behalf of Sichuan Publication Group and its subsidiaries) entered into the Lease Framework (Renewal) Agreement on 29 October 2019, pursuant to which Sichuan Publication Group and/or its subsidiaries agreed to lease the Premises and provide corresponding ancillary property management services to the Group. The term of the lease shall be effective from 1 January 2020 to 13 December 2022 (both days inclusive). The transactions contemplated under the Lease Framework (Renewal) Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

The Board wishes to clarify that the annual caps for each of the three years ending 31 December 2022 under the Lease Framework (Renewal) Agreement set pursuant to the Listing Rules shall be amended as a result of the Group's adoption of the China Accounting Standard for Business Enterprises No.21 – Leases (amendment) (the “**CASBE No.21**”) revised by the Ministry of Finance of the PRC, while the annual total transaction amount payable by the Group to Sichuan Publication Group under the Lease Framework (Renewal) Agreement remains unchanged.

The Group has adopted the CASBE No.21 which came into effect on 1 January 2019. Under CASBE No.21 and the Lease Framework (Renewal) Agreement, the right to lease the asset of the Group as lessee during the term of the lease shall be recognised as right-of-use assets. The Group shall determine the annual caps of the Lease Framework (Renewal) Agreement based on the total value of right-of-use assets relating to the leases thereunder each year. As such, the annual caps of the Lease Framework (Renewal) Agreement shall be set with reference to the total value of right-of-use assets of the Premises. The annual caps for each of the three years ending 31 December 2022 shall be amended as follows:

	<b>For the year ending 31 December 2020 (RMB)</b>	<b>For the year ending 31 December 2021 (RMB)</b>	<b>For the year ending 31 December 2022 (RMB)</b>
Annual cap	<u>45,984,055.70</u>	<u>30,656,037.14</u>	<u>15,328,018.58</u>

As various applicable percentage ratios (other than the profits ratio) for the Lease Framework (Renewal) Agreement are, on an annual basis, more than 0.1% but less than 5%, the Lease Framework (Renewal) Agreement is subject to the reporting, announcement and annual review requirements but exempt from the Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Save as the information stated above, all the information in the Announcement remains unchanged.

By order of the Board  
**XINHUA WINSHARE PUBLISHING AND MEDIA CO., LTD.\***  
**He Zhiyong**  
*Chairman*

Sichuan, the PRC, 12 November 2019

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

\* *For identification purposes only*