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# 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)**

## **VOLUNTARY ANNOUNCEMENT INCREASE OF SHAREHOLDING IN THE COMPANY BY A CONTROLLING SHAREHOLDER**

On 31 March 2020, Xinhua Winshare Publishing and Media Co., Ltd.\* (the “**Company**”) was informed by Sichuan Xinhua Publishing Group Co., Ltd.\* (四川新華發行集團有限公司) (“**Xinhua Publishing Group**”), a controlling shareholder of the Company, that Xinhua Publishing Group increased its shareholding of H Shares in the Company by way of centralised competitive bidding via the trading system of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) through its subsidiaries on 31 March 2020. Details of the Increase of Shareholding are as follows:

### **1. DETAILS OF THE INCREASE OF SHAREHOLDING**

Xinhua Publishing Group increased its shareholding of H Shares in the Company by 782,000 H Shares via the trading system of the Stock Exchange on 31 March 2020 through its subsidiaries, representing 0.06% of the total share capital of the Company.

Prior to the Increase of Shareholding, Xinhua Publishing Group and its subsidiaries held 605,942,525 Shares of the Company in aggregate, representing 49.11% of the total share capital of the Company, comprising 592,809,525 A Shares and 13,133,000 H Shares. Following the Increase of Shareholding, Xinhua Publishing Group and its subsidiaries held 606,724,525 Shares of the Company in aggregate, representing 49.17% of the total share capital of the Company, comprising 592,809,525 A Shares and 13,915,000 H Shares.

### **2. PLAN TO FURTHER INCREASE THE SHAREHOLDING IN THE COMPANY**

Based on its recognition of the value and confidence in the future continuous and steady development of the Company, and in order to increase investor confidence, support the sustainable and healthy development of the listed company and safeguard the stability of the capital market and share price of the Company, Xinhua Publishing Group (including its subsidiaries) proposes to continue to increase its shareholding of H Shares in the Company when appropriate to the extent permissible under the stock exchange trading system with its own funds in the coming twelve months from the date of the aforesaid initial increase in shareholding. The total shareholding following the Increase of Shareholding shall be no less than 0.5% and no more than 2% of the total number of Shares of the Company currently in issue (including the Shares under the Increase of Shareholding).

3. The Increase of Shareholding is in compliance with the laws and regulations, including the Securities Law of the People's Republic of China, the Measures for the Administration of the Takeover of Listed Companies issued by China Securities Regulatory Commission ("CSRC") (the "**Measures for the Administration of the Takeover of Listed Companies**"), the departmental rules and the operating rules of Shanghai Stock Exchange and the Stock Exchange.
4. Xinhua Publishing Group undertakes not to reduce its shareholding in the Company during the period of implementation of the proposal on the Increase of Shareholding and the statutory period.
5. The Company will continue to pay attention to the development regarding the Increase of Shareholding in the Company by Xinhua Publishing Group and make timely reports and disclosure of the relevant information pursuant to the relevant regulations of CSRC, Securities and Futures Commission of Hong Kong, Shanghai Stock Exchange and the Stock Exchange.

The board of directors of the Company confirm that there are no false representations, misleading statements or material omission in this announcement, and they shall individually and collectively accept responsibility for the truthfulness, accuracy and completeness of the contents herein.

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

Sichuan, the PRC, 31 March 2020

*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 Binxi as independent non-executive Directors.*

\* *For identification purposes only*