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**winshare 文軒**

**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 10 May 2021, Xinhua Winshare Publishing and Media Co., Ltd.\* (the “**Company**”) was informed by Sichuan Xinhua Publishing and Distribution Group Co., Ltd.\* (四川新華出版發行集團有限公司) (“**Xinhua Publishing and Distribution Group**”), a controlling shareholder of the Company, that Xinhua Publishing and Distribution Group increased its shareholding of H Shares in the Company by way of centralised competitive bidding via the Hong Kong Stock Connect trading system of the Shanghai Stock Exchange on 10 May 2021. Details of the increase of shareholding (the “**Increase of Shareholding**”) are as follows:

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

Xinhua Publishing and Distribution Group increased its shareholding of H Shares in the Company by 1,240,000 H Shares via the Hong Kong Stock Connect trading system of the Shanghai Stock Exchange on 10 May 2021, representing 0.1% of the total share capital of the Company.

Prior to the Increase of Shareholding, Xinhua Publishing and Distribution Group and its subsidiaries held 630,509,525 shares of the Company in aggregate, representing 51.10% of the total share capital of the Company, comprising 592,809,525 A Shares and 37,700,000 H Shares. Following the Increase of Shareholding, Xinhua Publishing and Distribution Group and its subsidiaries held 631,749,525 shares of the Company in aggregate, representing 51.20% of the total share capital of the Company, comprising 592,809,525 A Shares and 38,940,000 H Shares.

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

Based on its confidence in the future development prospects and recognition of the value of the Company, and in order to facilitate the sustainable, steady and healthy development of the Company and safeguard the interests of the shareholders as a whole, especially the interests of minority shareholders, Xinhua Publishing and Distribution Group (including its subsidiaries) proposes to continue to increase its shareholding of non-restricted 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 initial increase in shareholding (i.e. 10 May 2021). The total shareholding following the Increase of Shareholding shall be no less than 0.1% and no more than 6% of the total number of shares of the Company 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 departmental rules and the operating rules of Shanghai Stock Exchange.
4. Xinhua Publishing and Distribution 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 and Distribution Group and make timely information disclosure pursuant to the relevant laws and regulations.

The board (the “**Board**”) of directors (the “**Directors**”) and all 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, 11 May 2021

*As at the date of this announcement, the Board comprises (a) Mr. He Zhiyong and Mr. Chen Yunhua 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