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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)**

**RESIGNATION OF EXECUTIVE DIRECTOR;  
RESIGNATION OF NON-EXECUTIVE DIRECTOR;  
AND RESIGNATION OF SUPERVISOR**

**RESIGNATION OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Xinhua Winshare Publishing and Media Co., Ltd.\* (the “**Company**”) announces that Mr. Luo Yong (“**Mr. Luo**”) has tendered his resignation as an executive Director and the Chairman of the Company (“**Chairman**”) due to advancing age. At the same time, Mr. Luo will also resign as the chairman of the Strategy and Investment Planning Committee of the Board of the Company. The above resignation will be effective from the day when the new executive Director elected in the forthcoming general meeting of the Company takes office.

Mr. Luo will continue to perform his corresponding duties and obligations as an executive Director and the Chairman, as well as the chairman of the Strategy and Investment Planning Committee before the taking office of the newly elected executive Director. The Company will hold the election for a new executive Director as soon as possible in accordance with legal procedures as stipulated in the relevant provisions such as the Company Law of the People's Republic of China and the Articles of Association. The Company will make an announcement about the election for the new executive Director in due course.

Mr. Luo has confirmed that, as at the date of this announcement, he has no disagreement with the Board and the management of the Company, nor is there any matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

**RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Zhang Peng (“**Mr. Zhang**”) has tendered his resignation as a non-executive Director of the Company due to the need to devote more time to the dealing of other business and personal commitments. At the same time, Mr. Zhang will also resign from his role as a member of the Nomination Committee of the Board of the Company. The above resignation will be effective from the day when the new non-executive Director elected in the forthcoming general meeting of the Company takes office.

Mr. Zhang will continue to perform his corresponding duties and obligations as a non-executive Director as well as a member of the Nomination Committee before the taking office of the newly elected non-executive Director. The Company will hold the election for a new non-executive Director as soon as possible in accordance with legal procedures as stipulated in the relevant provisions such as the Company Law of the People's Republic of China and the Articles of Association. The Company will make an announcement about the election for the new non-executive Director in due course.

Mr. Zhang has confirmed that, as at the date of this announcement, he has no disagreement with the Board and the management of the Company, nor is there any matter in relation to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

## **RESIGNATION OF SUPERVISOR**

In addition, the Board also announces that Mr. Tang Xiongxing ("**Mr. Tang**") has tendered his resignation as a Supervisor representing Shareholders ("**Supervisor**") and the chairman of the Supervisory Committee of the Company ("**Supervisory Committee**") due to a change in work arrangements. The above resignation will be effective from the day when the new Supervisor elected in the forthcoming general meeting of the Company takes office.

Mr. Tang will continue to perform his corresponding duties and obligations as a Supervisor and chairman of the Supervisory Committee before the taking office of the newly elected Supervisor. The Company will hold the election for a new Supervisor as soon as possible in accordance with legal procedures as stipulated in the relevant provisions such as the Company Law of the People's Republic of China and the Articles of Association. The Company will make an announcement about the election for the new Supervisor in due course.

Mr. Tang has confirmed that, as at the date of this announcement, he has no disagreement with the Board and the management of the Company, nor is there any matter in relation to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Luo, Mr. Zhang and Mr. Tang for their valuable contributions to the development of the Company during their tenure of office with the Company.

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

Sichuan, the PRC, 7 July 2023

*As at the date of this announcement, the Board comprises (a) Mr. Luo Yong, Mr. Liu Longzhang and Mr. Li Qiang as executive Directors; (b) Mr. Dai Weidong, Mr. Ke Jiming and Mr. Zhang Peng as non-executive Directors; and (c) Mr. Lau Tsz Bun, Mr. Fang Bingxi and Mr. Li Xu as independent non-executive Directors.*

\* *For identification purposes only*