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XINHUA NEWS MEDIA HOLDINGS LIMITED
新華通訊頻媒控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 309)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the "**EGM**" or the "**Meeting**") of shareholders (the "**Shareholders**") of Xinhua News Media Holdings Limited (the "**Company**") will be held at Rooms 1101–4, 11th Floor of Harcourt House, 39 Gloucester Road, Wanchai, Hong Kong at 10:00 a.m. on 22 June 2026 for the purpose of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

"**THAT** subject to and conditional upon the fulfilment of all the conditions set out in the section headed "Conditions of the Share Consolidation" in the Circular (a copy of which is tabled at the meeting and marked "A" and signed by the chairman of the meeting for identification purpose), with effect from the second Business Day (as defined in the Circular) immediately following the date on which this resolution is passed or upon the fulfilment of the said conditions, whichever is later:

(a) every forty (40) issued and unissued ordinary shares with a par value of HK$0.01 each in the authorised and issued share capital of the Company be consolidated into one (1) ordinary share with a par value of HK$0.40 (the "**Consolidated Shares**"), and that such Consolidated Shares shall rank *pari passu* in all respects with each other having the same rights, privileges and restrictions as set out in the memorandum and articles of association of the Company (the "**Share Consolidation**");

(b) all fractional entitlements (if any) to the issued Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to the shareholders of the Company but all such fractional Consolidated Shares will be aggregated and, if possible, sold and the net proceeds shall be retained for the benefit of the Company in such manner and on such terms as the directors of the Company (the "**Directors**") may think fit;

(c) immediately following the Share Consolidation, the authorised share capital of the Company be changed from HK$40,000,000 divided into 4,000,000,000 shares with a par value of HK$0.01 each to HK$40,000,000 divided into 100,000,000 shares with a par value of HK$0.40 each; and

(d) any one of the Directors or such person authorised by a Director be and is hereby authorised to do all such acts and things and sign, execute and deliver all documents (including affixing the common seal of the Company if appropriate) he/she in his/her absolute discretion considers necessary, desirable or expedient to give effect to, implement and complete the Share Consolidation and the transactions contemplated thereunder."

By order of the Board
Xinhua News Media Holdings Limited
Lin Shuang
Co-chairman and President

Hong Kong, 26 May 2026

Notes:

(1) An eligible shareholder is entitled to appoint one or more proxies to attend, speak and vote in his/her stead at the Meeting (or at any adjournment of it) provided that each proxy is appointed to represent the respective number of Shares held by the shareholder as specified in the relevant proxy forms. The proxy does not need to be a shareholder of the Company.

(2) Where there are joint registered holders of any Shares, any one of such persons may vote at the Meeting (or at any adjournment of it), either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.

(3) A proxy form for use at the Meeting is enclosed.

(4) In order to be valid, the completed proxy form must be received by the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong at least 48 hours (excluding any part of a day that is a public holiday) before the time appointed for holding the Meeting or adjourned meeting (as the case may be). If a proxy form is signed by an attorney of a shareholder who is not a corporation, the power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority (such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong) must be delivered to the Hong Kong branch share registrar and transfer office of the Company together with the proxy form. In the case of a corporation, the proxy form must either be executed under its common seal or be signed by an officer or agent duly authorised in writing.

(5) For the purposes of determining shareholders' eligibility to attend, speak and vote at the Meeting (or at any adjournment of it), the register of members of the Company will be closed from 15 June 2026 to 22 June 2026 (both dates inclusive), during which period no transfer of Shares will be registered. To be eligible to attend, speak and vote at the above meeting (or at any adjournment of it), all properly completed transfer documents accompanied by the relevant share certificate must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 12 June 2026.

(6) Detailed information on other business to be transacted at the Meeting is set out in the Circular.

(7) As set out in the Letter from the Board included in this circular, the resolution set out in this notice should be voted on by poll.

(8) The Chinese translation of this notice is for reference only, and in case of any inconsistency, the English version shall prevail.

(9) If a Typhoon Signal No. 8 or above is hoisted or "extreme conditions" caused by super typhoon or a Black Rainstorm Warning Signal is in force at or at any time after 8:00 a.m. on the date of the Meeting, the Meeting will be adjourned. The Company will post an announcement on the website of the Company (www.XHNmedia.com) and the HKEXnews website (www.hkexnews.hk) to notify shareholders of the date, time and place of the adjourned meeting.

The Meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situations.

As at the date of this notice, the Board comprises four executive Directors, namely, Mr. Lo Kou Hong, Mr. Lin Shuang, Mr. Chan Frank Clifford Shui Ting Chu and Ms. Chen Yun; two non-executive Directors, namely, Ms. Wang Guan and Mr. Yuen Ka Tai, Wilson; and four independent non-executive Directors, namely, Mr. Wang Qi, Mr. Yau Pak Yue, Mr. Leung Nga Tat and Mr. Mui Kay Boon.