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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)

(I) POLL RESULTS OF THE 2025 ANNUAL GENERAL MEETING HELD ON 27 MAY 2026; AND (II) PAYMENT OF FINAL DIVIDEND FOR 2025

Reference is made to (i) the annual results announcement of Xinhua Winshare Publishing and Media Co., Ltd.* (the "**Company**") for the year ended 31 December 2025 dated 26 March 2026; (ii) the notice of the 2025 annual general meeting dated 1 April 2026 (the "**2025 AGM Notice**"); and (iii) the supplemental notice of the 2025 annual general meeting dated 7 May 2026 (the "**Supplemental 2025 AGM Notice**"). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the 2025 AGM Notice and the Supplemental 2025 AGM Notice.

The Board confirms that there are no false representations, misleading statements or material omission in this announcement, and they will individually and collectively accept responsibility for the truthfulness, accuracy and completeness of the contents herein.

I. POLL RESULTS OF THE 2025 AGM

The 2025 AGM of the Company was held at 9:30 a.m. on Wednesday, 27 May 2026 at Xinhua Star Tower A, No. 238, Sanse Road, Jinjiang District, Chengdu, Sichuan, the People's Republic of China.

Shareholders holding a total of 1,233,841,000 Shares, representing 100% of the total issued share capital of the Company, were entitled to attend and vote on the resolutions proposed at the 2025 AGM (the "**AGM Resolutions**"). There were no restrictions on any Shareholder casting votes on the AGM Resolutions at the 2025 AGM. No Shareholder was required to abstain from voting on any of the AGM Resolutions. There was no Share entitling the holder to attend and vote only against the AGM Resolutions.

Shareholders and proxies who attended the 2025 AGM held a total of 761,947,599 Shares carrying voting rights of the Company, representing 61.754116% of the total number of Shares carrying voting rights of the Company. All the AGM Resolutions were put to vote by way of poll. On-site voting and online voting (for A Shares only) were both adopted at the 2025 AGM. The voting was in compliance with relevant requirements of the Company Law of the People's Republic of China and the Articles of Association.

1. Number of Shareholders (including their proxies) who attended the 2025 AGM	199
Of which: Number of A Shareholders (including their proxies)	197
Number of H Shareholders (including their proxies)	2
2. Total number of Shares carrying voting rights held by Shareholders (including their proxies) who attended the 2025 AGM (shares)	761,947,599
Of which: Total number of Shares carrying voting rights held by A Shareholders (including their proxies) (shares)	689,006,756
Total number of Shares carrying voting rights held by H Shareholders (including their proxies) (shares)	72,940,843
3. Percentage of the number of Shares carrying voting rights held by Shareholders (including their proxies) who attended the 2025 AGM relative to the total number of Shares carrying voting rights of the Company (%)	61.754116
Of which: Percentage of the Shares held by A Shareholders (including their proxies) relative to the total number of Shares (%)	55.842427
Percentage of the Shares held by H Shareholders (including their proxies) relative to the total number of Shares (%)	5.911689

Note: Shareholders who attended the 2025 AGM include Shareholders attending the on-site meeting and A Shareholders attending the meeting through online voting.

The 2025 AGM was chaired by Mr. Zhou Qing, Chairman of the Company. Six of the existing eight Directors of the Company attended the 2025 AGM, while Mr. Liu Longzhang, the vice chairman, and Ms. Tan Ao, a Director, were unable to attend the 2025 AGM due to other business commitments. The secretary of the Board and certain members of senior management of the Company have also attended the 2025 AGM.

The poll results in respect of the AGM Resolutions passed at the 2025 AGM were as follows:

Ordinary resolutions		Category of Shareholders	Voting rights of all Shareholders who attended	For		Against		Abstain	
			Number of Shares represented	Number of Shares voted	Percentage (%)	Number of Shares voted	Percentage (%)	Number of Shares voted	Percentage (%)
1.	To consider and approve the work report of the Board of the Company for the year ended 31 December 2025.	A Shareholders	689,006,756	688,621,556	99.944093	347,300	0.050406	37,900	0.005501
		H Shareholders	72,940,843	70,423,843	96.549258	0	0.000000	2,517,000	3.450742
		Total	761,947,599	759,045,399	99.619108	347,300	0.045580	2,554,900	0.335312
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									
2.	To consider and approve the audited financial statements and the report of the independent auditors of the Company for the year ended 31 December 2025.	A Shareholders	689,006,756	688,650,456	99.948288	347,300	0.050406	9,000	0.001306
		H Shareholders	72,940,843	70,423,843	96.549258	0	0.000000	2,517,000	3.450742
		Total	761,947,599	759,074,299	99.622901	347,300	0.045580	2,526,000	0.331519
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									
3.	To consider and approve the profit distribution plan of the Company and payment of final dividend for the year ended 31 December 2025.	A Shareholders	689,006,756	688,647,356	99.947838	353,500	0.051306	5,900	0.000856
		H Shareholders	72,940,843	70,530,843	96.695953	2,410,000	3.304047	0	0.000000
		Total	761,947,599	759,178,199	99.636537	2,763,500	0.362689	5,900	0.000774
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									

Ordinary resolutions		Category of Shareholders	Voting rights of all Shareholders who attended	For		Against		Abstain	
			Number of Shares represented	Number of Shares voted	Percentage (%)	Number of Shares voted	Percentage (%)	Number of Shares voted	Percentage (%)
4.	To consider and approve the re–appointment of KPMG Huazhen LLP as the auditor and internal control auditor of the Company for the year 2026 with a term ending at the conclusion of the next annual general meeting of the Company following the 2025 AGM, and to authorize the Board to fix the remunerations of the auditor and internal control auditor.	A Shareholders	689,006,756	688,120,656	99.871395	879,200	0.127604	6,900	0.001001
		H Shareholders	72,940,843	68,563,628	93.998952	1,860,215	2.550306	2,517,000	3.450742
		Total	761,947,599	756,684,284	99.309229	2,739,415	0.359528	2,523,900	0.331243
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									
5.	To consider and approve the resolution on the formulation of the Director Remuneration Management System of the Company.	A Shareholders	689,006,756	688,577,956	99.937765	421,700	0.061205	7,100	0.001030
		H Shareholders	72,940,843	70,530,843	96.695953	0	0.000000	2,410,000	3.304047
		Total	761,947,599	759,108,799	99.627428	421,700	0.055345	2,417,100	0.317227
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.									

Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, in conjunction with Beijing Guantao (Chengdu) Law Firm, the Company's PRC legal adviser, acted as scrutineers for the vote-taking at the 2025 AGM.

II. PAYMENT OF 2025 FINAL DIVIDEND

The Board announces the following information relating to distribution of 2025 Final Dividend:

The Company will pay the final dividend (the "**Dividend**") of RMB0.42 per Share (tax inclusive) for the year ended 31 December 2025. The Dividend will be payable to H Shareholders whose names appear on the register of members of the Company on 4 June 2026. According to the Articles of Association, the Dividend payable to A Shareholders shall be declared and paid in Renminbi, while the Dividend payable to H Shareholders shall be declared in Renminbi and paid in Hong Kong dollar. The average exchange rates published by The People's Bank of China for the week immediately prior to the 2025 AGM shall be adopted. The following conversion formula shall apply to calculation of the Dividend payable per H Share in Hong Kong dollar and rounding the result to the nearest HK$0.000001:

$$\text{Dividend per H Share in Hong Kong dollar} = \frac{\text{Dividend per Share in Renminbi}}{\begin{array}{c}\text{The average middle exchange rates of Renminbi against Hong Kong dollar published by The People's Bank of China for the week immediately prior to the 2025 AGM}\end{array}}$$

The average middle exchange rates of Renminbi against Hong Kong dollar published by The People's Bank of China for the week immediately prior to the 2025 AGM (i.e. from 18 May 2026 to 22 May 2026), was HK$1 to RMB0.873120. Accordingly, the Dividend payable per H Share is HK$0.481034 (tax inclusive).

The Company has appointed Bank of China (Hong Kong) Limited as the receiving agent (the "**Receiving Agent**") in Hong Kong which will receive the Dividend declared by the Company on behalf of the H Shareholders. The Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary mail to H Shareholders who are entitled to receive the Dividend at their own risks on or before 27 July 2026.

Pursuant to the Corporate Income Tax Law of the People's Republic of China and its implementation regulations, the enterprises in the PRC paying dividends to non-resident corporate Shareholders shall withhold corporate income taxes for the non-resident corporate Shareholders at a tax rate of 10%. Therefore, as an enterprise located in the PRC, the Company will distribute the Dividend to the non-resident corporate Shareholders (being anyone who holds the Shares of the Company in the name of a non-individual Shareholder, including but not limited to the H Shareholders registered in the name of HKSCC Nominees Limited, or any other agents or trustees or other organizations and groups) after withholding the 10% corporate income tax.

Pursuant to the letter titled Taxation Arrangement for Hong Kong Residents in respect of Dividend Pay-out by Mainland Enterprises (《有關香港居民就內地企業派發股息的税務安排》) from the Stock Exchange to the issuer dated 4 July 2011 as well as the Notice of the State Taxation Administration on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《國家税務總局關於國税發[1993]045號文件廢止後有關個人所得税徵管問題的通知》(國税函[2011]348號)), foreign resident individual shareholders who hold shares issued by non-foreign investment enterprises in Hong Kong are entitled to the relevant preferential tax treatments in accordance with the taxation agreements between their own countries and the PRC or the taxation arrangements between Chinese mainland and Hong Kong (Macau). In this regard, the Company will withhold individual income tax on the Dividend at a tax rate of 10%. However, should it be otherwise stipulated in the tax regulations and the relevant taxation agreements, the Company will follow the stipulated tax rates and procedures when withholding individual income tax on the Dividend.

By Order of the Board
XINHUA WINSHARE PUBLISHING AND MEDIA CO., LTD.*
Chairman
Zhou Qing

Sichuan, the PRC, 27 May 2026

As at the date of this announcement, the Board comprises (a) Mr. Zhou Qing, Mr. Liu Longzhang and Mr. Li Kun as executive Directors; (b) Mr. Ke Jiming and Ms. Tan Ao as non-executive Directors; and (c) Mr. Lau Tsz Bun, Mr. Deng Fumin and Mr. Han Wenlong as independent non-executive Directors.

* *For identification purposes only*