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WIN SHARE

# 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)**

## UPDATE ON DIRECTOR'S INFORMATION

This announcement is made by Xinhua Winshare Publishing and Media Co., Ltd.\* (the "**Company**") pursuant to Rule 13.51(2)(1) and Rule 13.51B(2) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Company has been notified by Mr. Chan Yuk Tong ("**Mr. Chan**"), an independent non-executive director of the Company, that he was a non-executive director of Golden Shield Holdings (Industrial) Limited ("**Golden Shield Holdings**"), a company established in Bermuda with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 2123), during the period from 16 June 2014 to 5 December 2014. The principal activities of Golden Shield Holdings and its subsidiaries are production and sale of cotton yarn and grey fabric and trading of raw materials for textile products.

Reference is made to the disclosure made in the announcement of Golden Shield Holdings dated 20 May 2015 that Golden Shield Holdings was ordered to be wound up on 11 May 2015 and the Official Receiver was appointed as the provisional liquidator of Golden Shield Holdings ("**Golden Shield Holdings Winding Up**"). Such incident occurred within twelve months after the resignation of Mr. Chan as a non-executive director of Golden Shield Holdings.

Mr. Chan confirmed to the Company that the events leading to the Golden Shield Holdings Winding Up happened prior to his term of office as the non-executive director of Golden Shield Holdings and there was no wrongful act on his part leading to the Golden Shield Holdings Winding Up. Therefore, the board of directors (the "**Board**") of the Company has no reason to suspect the integrity of Mr. Chan or his suitability to assume and perform his duties as an independent non-executive director of the Company.

The Board and Mr. Chan confirmed that, save as that notified by Mr. Chan and disclosed above and the announcement published by Golden Shield Holdings, the Board and Mr. Chan do not possess any information relating to the Golden Shield Holdings Winding Up and are not in a position to express any opinion on the matters relating to the Golden Shield Holdings Winding Up.

Save as disclosed above, there are no other matters related to the biography of Mr. Chan that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board confirmed that the above update on Mr. Chan's information is not related to the businesses of the Company and its subsidiaries and has no impact to the said businesses.

By order of the Board  
**Xinhua Winshare Publishing and Media Co., Ltd.\***  
*Chairman*  
**He Zhiyong**

Sichuan, the PRC, 29 April 2016

*As at the date of this announcement, the Board comprises (a) Mr. He Zhiyong, Mr. Luo Yong and Mr. Yang Miao as executive Directors; (b) Mr. Luo Jun, Mr. Zhang Peng and Mr. Zhao Junhuai as non-executive Directors; and (c) Mr. Han Liyan, Mr. Chan Yuk Tong and Ms. Xiao Liping as independent non-executive Directors.*

\* *For identification purposes only*