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鳳凰衛視

**PHOENIX SATELLITE TELEVISION HOLDINGS LIMITED**

**鳳凰衛視控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02008)**

**POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING  
HELD ON 5 DECEMBER 2012**

The Board is pleased to announce that the resolution proposed at the EGM was duly passed by the Shareholders by way of poll at the EGM.

Reference is made to the circular of Phoenix Satellite Television Holdings Limited (the “Company”) dated 9 November 2012 (the “Circular”) in relation to (i) the New Media continuing connected transactions between PNM Group and CMCC Group (the “New Media CCT”) and (ii) notice of extraordinary general meeting (the “EGM”). Terms defined in the Circular shall have the same meanings when used herein unless the context requires otherwise.

**POLL RESULTS OF THE EGM**

The Board is pleased to announce that at the EGM held on 5 December 2012, the proposed resolution as set out in the notice of the EGM was duly passed as an ordinary resolution by the Shareholders by way of poll.

The Company’s branch’s share registrar in Hong Kong, Hong Kong Registrars Limited, acted as scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued and fully paid up shares of the Company was 4,993,585,500 shares.

In relation to the resolution proposed at the EGM, the total number of shares entitling the holders to attend and vote for or against the resolution at the EGM was 2,693,623,392 shares. Extra Step Investments Limited, a substantial shareholder of the Company holding 983,000,000 shares, and its associates, being connected persons with a material interest in the New Media CCT, had abstained from voting on the resolution proposed at the EGM.

There was no restriction on any shareholders to attend and vote only against the proposed resolution at the EGM.

The number of shares represented by votes for and against the respective resolution at the EGM were as follows:

Ordinary Resolution Proposed at the EGM	Number of Votes (%)	
	For	Against
To approve the New Media CCT between PNM Group and CMCC Group and the Annual Caps for the three years from 1 January 2013 to 31 December 2015; and to authorise any one director or any other person authorized by the directors of the Company to do all things and execute all documents to give effect to this resolution.	2,693,623,392 (100%)	0 (0%)

**As all of the votes were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution of the Company.**

By Order of the Board  
**YEUNG Ka Keung**  
Company Secretary

Hong Kong, 5 December 2012

*As at the date of this announcement, the board of directors of the Company comprises:*

***Executive Directors***

*Mr. LIU Changle (Chairman) (also an alternate director to Mr. CHUI Keung); Mr. CHUI Keung (also an alternate director to Mr. LIU Changle); Mr. WANG Ji Yan (also an alternate director to Mr. LIU Changle and Mr. CHUI Keung)*

***Non-executive Directors***

*Mr. SHA Yuejia; Mr. GAO Nianshu; Mr. Jan KOEPPEN; Mr. CHEUNG Chun On, Daniel; Mr. GONG Jianzhong*

***Independent Non-executive Directors***

*Dr. LO Ka Shui; Mr. LEUNG Hok Lim; Mr. Thaddeus Thomas BECZAK*

***Alternate Directors***

*Ms. Ella Betsy WONG (alternate to Mr. Jan KOEPPEN); Dr. GAO Jack Qunyao (alternate to Mr. CHEUNG Chun On, Daniel)*